

FINANCIAL SECTION

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FINANCIAL REVIEW

FINANCIAL SUMMARY

DENSO CORPORATION and Consolidated Subsidiaries
Years ended March 31

	2004	2003	2002	2002*1 unaudited	2001
Net Sales:	¥2,562,411	¥2,332,760	¥2,401,098	¥2,183,062	¥2,014,978
Sales in Japan	1,442,645	1,325,637	1,277,865	1,277,865	1,245,830
Sales outside Japan	1,119,766	1,007,123	1,123,233	905,197	769,148
Operating Income	188,659	159,893	133,340	129,888	123,526
Net Income	110,027	111,018	72,313	70,800	60,799
Total Assets	2,526,502	2,354,657	2,361,048	—	2,343,328
Shareholders' Equity	1,509,489	1,397,888	1,421,212	—	1,451,211
Capital Expenditures	196,461	171,108	193,599	183,977	140,447
Depreciation	151,169	146,651	147,277	139,991	134,416
R&D Expenses	214,917	182,886	185,627	181,044	176,959
Net Cash Provided by Operating Activities	231,814	267,344	206,663	—	202,127
Per Share:					
Basic net income	¥ 130.02	¥ 128.37	¥ 80.22	¥ 78.54	¥ 66.51
Fully diluted net income	130.01	126.65	78.93	77.29	65.51
Cash dividends	24.00	20.00	18.00	—	17.00
Shareholders' equity	1,809.55	1,656.93	1,641.72	—	1,587.77
Ratios:					
Return on Sales (%)	4.3	4.8	3.0	3.2	3.0
Current Ratio (%)	163.0	161.2	174.0	—	199.0
Fixed Ratio (%)	97.2	97.3	95.2	—	91.4
Return on Equity (%)	7.6	7.9	5.0	4.9	4.4
Average Number of Shares (in thousands)	842,005	860,828	901,489	—	914,121
Number of Employees	95,461	89,380	86,639	—	85,371

Notes: 1. As of March 31, 2004, DENSO CORPORATION had 164 consolidated subsidiaries and applied the equity method of accounting with respect to 27 affiliates.
2. The figures for the year ended March 31, 2002 include the effect of an irregular 15-month reporting period, due to certain major overseas consolidated subsidiaries and overseas affiliates (45 companies) deciding to change their year end to March 31 from December 31.
*1 The italicized figures for the year ended March 31, 2002 represent unaudited amounts calculated by management to reflect comparative income statement information including the results of these overseas companies for the 12-month period ended December 31, 2001.

OPERATING SUMMARY BY BUSINESS SEGMENT

	Millions of yen (percentage of net sales)						Thousands of U.S. dollars
	2004	2003	2002	2002*1 unaudited	2001	2000	
Thermal Systems	¥ 893,548	¥ 830,018	¥ 870,676	¥ 764,244	¥ 690,502	¥ 660,659	\$ 8,429,698
	(34.9%)	(35.6%)	(36.2%)	(35.0%)	(34.3%)	(35.1%)	
Powertrain Control Systems	580,826	514,604	500,892	460,974	402,829	357,123	5,479,491
	(22.7)	(22.1)	(20.8)	(21.1)	(20.0)	(19.0)	
Electronic Systems	378,835	345,543	353,052	324,274	315,740	294,177	3,573,915
	(14.8)	(14.8)	(14.7)	(14.8)	(15.6)	(15.6)	
Electric Systems	293,372	269,567	288,004	261,097	250,136	243,150	2,767,660
	(11.4)	(11.5)	(12.0)	(12.0)	(12.4)	(12.9)	
Small Motors	181,634	171,914	167,460	156,810	156,608	142,493	1,713,528
	(7.1)	(7.4)	(7.0)	(7.2)	(7.8)	(7.6)	
ITS	92,521	60,328	57,015	55,878	39,438	29,183	872,840
	(3.6)	(2.6)	(2.4)	(2.6)	(2.0)	(1.5)	
Other Automotive	35,444	30,816	22,562	21,806	15,908	14,702	334,377
	(1.4)	(1.3)	(1.0)	(1.0)	(0.8)	(0.8)	
Automotive sub-total	2,456,180	2,222,790	2,259,661	2,045,083	1,871,161	1,741,487	23,171,509
	(95.9)	(95.3)	(94.1)	(93.7)	(92.9)	(92.5)	
Industrial Systems and Consumer Products	53,686	53,353	48,167	45,530	42,800	38,373	506,472
	(2.1)	(2.3)	(2.0)	(2.1)	(2.1)	(2.0)	
Others	52,545	56,617	93,270	92,449	101,017	103,547	495,708
	(2.0)	(2.4)	(3.9)	(4.2)	(5.0)	(5.5)	
New businesses sub-total	106,231	109,970	141,437	137,979	143,817	141,920	1,002,180
	(4.1)	(4.7)	(5.9)	(6.3)	(7.1)	(7.5)	
Total	¥2,562,411	¥2,332,760	¥2,401,098	¥2,183,062	¥2,014,978	¥1,883,407	\$24,173,689
	(100.0)	(100.0)	(100.0)	100.0	(100.0)	(100.0)	

Notes: 1. The figures for the year ended March 31, 2002 include the effect of an irregular 15-month reporting period, due to certain major overseas consolidated subsidiaries and overseas affiliates (45 companies) deciding to change their year end to March 31 from December 31.

*1 The italicized figures for the year ended March 31, 2002 represent unaudited amounts calculated by management to reflect comparative income statement information including the results of these overseas companies for the 12-month period ended December 31, 2001.

2. U.S. dollar amounts have been translated, for convenience only, at the rate of ¥106=US\$1, the approximate exchange rate prevailing on March 31, 2004, the last trading day of the fiscal year.

Millions of yen							Thousands of U.S. dollars
2000	1999	1998	1997	1996	1995 (3 months)	1994	2004
¥1,883,407	¥1,758,842	¥1,667,311	¥1,624,906	¥1,422,607	¥ 339,337	¥1,412,203	\$24,173,689
1,161,016	1,104,579	1,135,834	1,153,392	1,035,664	278,372	1,066,876	13,609,859
722,391	654,263	531,477	471,514	386,943	60,965	345,327	10,563,830
116,682	101,663	112,786	132,383	87,022	25,925	82,632	1,779,802
61,913	58,969	71,158	71,376	49,845	7,442	37,224	1,037,991
2,154,251	1,917,192	1,745,329	1,701,825	1,576,979	1,542,975	1,487,836	23,834,925
1,304,400	1,121,171	1,057,173	978,378	904,100	861,928	839,531	14,240,462
169,953	212,745	177,757	124,789	96,632	15,500	62,064	1,853,406
134,706	124,289	103,068	94,890	91,167	21,275	105,594	1,426,123
160,055	154,207	157,615	151,928	130,827	32,133	119,043	2,027,519
196,020	155,540	148,735	197,860	165,396	27,029	152,487	2,186,925
Yen							U.S. dollars
¥ 68.15	¥ 65.46	¥ 79.93	¥ 81.68	¥ 57.33	¥ 8.57	¥ 44.27	\$ 1.23
66.73	63.51	76.31	76.24	53.52	—	—	1.23
17.00	15.00	15.00	16.00	14.00	3.50	15.00	0.23
1,426.70	1,238.33	1,178.53	1,110.25	1,039.37	991.49	970.69	17.07
3.3	3.4	4.3	4.4	3.5	2.2	2.6	
227.1	223.2	209.2	211.4	251.9	232.0	235.4	
77.1	77.4	73.8	70.6	73.1	76.7	79.0	
4.9	5.4	7.0	7.6	5.6	0.9	4.6	
908,519	900,836	890,226	873,869	869,442	868,517	840,928	
80,795	72,359	57,084	56,961	56,385	57,264	55,901	

3. The closing date of the fiscal period was changed from December 31 to March 31 in 1995. That change resulted in an irregular 3-month, fiscal period (from January 1, 1995 to March 31, 1995).

4. The figures for net sales and net income in the 3-month fiscal period ended March 31, 1995, do not include the accounts of overseas consolidated subsidiaries.

5. U.S. dollar amounts have been translated, for convenience only, at the rate of ¥106=US\$1, the approximate exchange rate prevailing on March 31, 2004, the last trading day of the fiscal year.

SALES BY COMPANY LOCATION

		Millions of yen							Thousands of U.S. dollars	
		2004	2003	2002	2002*1 unaudited	2001	2000	1999	2004	
Sales	Japan	Customers	¥1,469,552	¥1,355,925	¥1,304,249	<i>¥1,304,249</i>	¥1,277,731	¥1,192,778	¥1,145,119	\$13,863,698
		Intersegment	416,245	374,770	338,858	<i>338,858</i>	301,300	276,075	255,735	3,926,840
		Total	1,885,797	1,730,695	1,643,107	<i>1,643,107</i>	1,579,031	1,468,853	1,400,854	17,790,538
The Americas		Customers	549,208	531,303	630,714	<i>501,831</i>	457,627	432,111	431,868	5,181,208
		Intersegment	8,532	9,267	12,602	<i>10,082</i>	9,802	7,304	6,637	80,490
		Total	557,740	540,570	643,316	<i>511,913</i>	467,429	439,415	438,505	5,261,698
Europe		Customers	333,486	269,499	304,194	<i>238,238</i>	158,205	167,913	138,443	3,146,094
		Intersegment	4,809	4,489	5,073	<i>4,058</i>	1,708	572	598	45,368
		Total	338,295	273,988	309,267	<i>242,296</i>	159,913	168,485	139,041	3,191,462
Asia & Oceania		Customers	210,165	176,033	161,941	<i>138,744</i>	121,415	90,605	43,412	1,982,689
		Intersegment	13,438	9,837	7,456	<i>5,965</i>	6,878	7,501	826	126,773
		Total	223,603	185,870	169,397	<i>144,709</i>	128,293	98,106	44,238	2,109,462
Eliminations		(443,024)	(398,363)	(363,989)	<i>(358,963)</i>	(319,688)	(291,452)	(263,796)	(4,179,471)	
Consolidated		¥2,562,411	¥2,332,760	¥2,401,098	<i>¥2,183,062</i>	¥2,014,978	¥1,883,407	¥1,758,842	\$24,173,689	

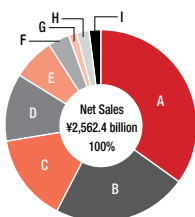
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2. U.S. dollar amounts have been translated, for convenience only, at the rate of ¥106=US\$1, the approximate exchange rate prevailing on March 31, 2004, the last trading day of the fiscal year.

MANAGEMENT'S DISCUSSION AND ANALYSIS

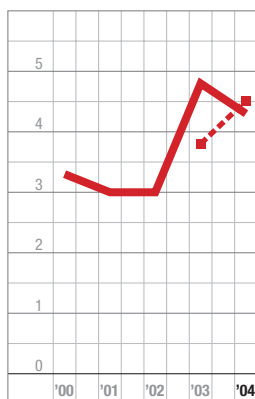
Net Sales by Business Segment



Segment	Percentage
A Thermal Systems	34.9%
B Powertrain Control Systems	22.7%
C Electronic Systems	14.8%
D Electric Systems	11.4%
E Small Motors	7.1%
F ITS	3.6%
G Other Automotive	1.4%
H Industrial Systems and Consumer Products	2.1%
I Others	2.0%

Return on Sales

%



* The broken line excludes non-recurring extraordinary items

BUSINESS OVERVIEW

During the year ended March 31, 2004, although there were initially concerns about the impact on the global economy of the war in Iraq and the severe acute respiratory syndrome (SARS) outbreak, these issues were resolved comparatively quickly, paving the way for a recovery that began in the middle of the year. In Japan, the economy posted its second straight year of growth, supported by robust exports and capital expenditures.

In Japan, the U.S., and Western Europe, car sales were sluggish during the year under review. In Asia, although some countries recorded a drop in sales, including South Korea due to an unstable political environment, the overall picture was generally positive, with rising sales centered on China. Consequently, global car sales were higher than the previous fiscal year. In Japan, car production exceeded 10 million units for the second year in a row, as expanding markets in Asia and strong demand for Japanese-made vehicles in Europe fueled a high level of exports.

In this environment, DENSO actively focused on a number of areas in order to strengthen the Group's operating structure. Key strategies included maximizing Group-wide resources and capabilities to drive growth; promoting world-leading manufacturing methods; and, establishing a robust business structure tailored to global operations.

As a result of these and other actions, operating income increased 18.0% to ¥188.6 billion and net income dipped 0.9% to ¥110.0 billion, on net sales of ¥2,562.4 billion, up 9.8% year on year. The increase in net sales was primarily due to higher vehicle production in Japan, Europe and Asia & Oceania, and aggressive efforts to boost sales to automakers. The rise in operating income was chiefly attributable to higher margins due to improved capacity utilization as sales rose, cost reduction initiatives, and other efforts to streamline operations and enhance efficiency. Although net income declined marginally, this was mainly the result of significant non-recurring items recorded under other income in the previous year, including a gain on exemption from future pension obligation of the governmental program. Excluding non-recurring items in the previous year and the year under review, net income rose 30.7% to ¥116.1 billion.

NET SALES

Consolidated net sales increased 9.8%, or ¥229.7 billion, to ¥2,562.4 billion.

BY GEOGRAPHIC SEGMENT

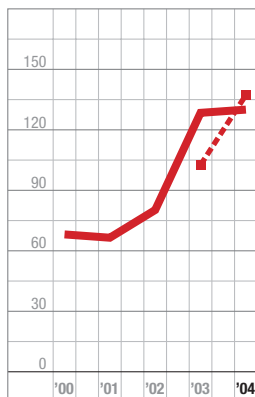
In Japan, sales grew 9.0%, or ¥155.1 billion, to ¥1,885.8 billion. Key factors driving this increase were replacement demand in the truck sector spurred by the introduction of new regulations for exhaust gas emissions, higher sales in the growing ITS field, which includes car navigation and ETC products, success in winning new business, and rising exports due to robust demand for components used in overseas final assembly. In the Americas, although DENSO had to contend with the effects of an appreciating yen, sales increased 3.2%, or ¥17.1 billion, to ¥557.7 billion, on the back of higher output at Japanese automakers in the region and success in raising sales to other customers. In Europe, the weaker yen against European currencies, rising vehicle production and new supply contracts supported a 23.5%, or ¥64.3 billion, surge in sales, to ¥338.3 billion. In Asia & Oceania, as in other regions, higher vehicle production and success in winning new orders contributed to a 20.3%, or ¥37.7 billion, rise in sales to ¥223.6 billion.

BY BUSINESS SEGMENT

In the year under review, DENSO recorded a ¥233.4 billion increase in net sales in the automotive field, approximately 90% of which was generated by the following five business segments. Thermal Systems: sales rose 7.7% to ¥893.6 billion due to rising exports, higher sales in North America and higher production by Japanese automakers in Europe. Powertrain Control Systems: strong demand for diesel engine-related

Earnings per Share

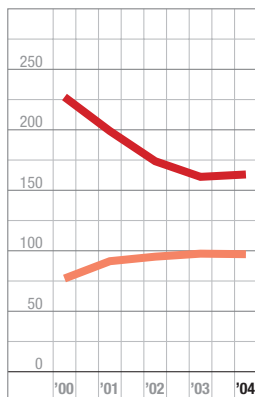
Yen



* The broken line excludes non-recurring extraordinary items

Current Ratio/ Fixed Ratio

%



■ Current Ratio
■ Fixed Ratio

products, as well as system control components such as IAFMs, transmission control components and VCT components, pushed sales 12.9% up year on year to ¥580.8 billion. Electronic Systems: sales rose 9.6% to ¥378.8 billion, thanks to strong demand for instrument clusters, engine ECUs, IC devices, sensors and other components, on the back of higher domestic vehicle production and rising demand for automotive electronics. Electric Systems: sales grew 8.8% to ¥293.4 billion, chiefly due to success in winning new contracts for airbag sensors and actuators, and higher sales of other safety products such as ABS actuators and ECUs. Intelligent Transport Systems (ITS): sales surged 53.4% to ¥92.5 billion as sales of car navigation systems to Toyota, Ford and General Motors grew and demand for ETC products in Japan expanded.

OPERATING INCOME

Operating income rose 18.0%, or ¥28.8 billion, to ¥188.6 billion.

BY GEOGRAPHIC SEGMENT

Operating income in Japan rose 24.5%, or ¥30.3 billion, to ¥153.5 billion, primarily reflecting higher margins due to improved capacity utilization as sales rose, and efforts to rationalize operations. In the Americas, operating income declined 11.9%, or ¥3.4 billion, to ¥24.8 billion. Although improved capacity utilization resulted in higher margins, this was outweighed by the negative impact of the appreciating yen against the U.S. dollar, higher personnel costs and other factors. In Europe, DENSO posted an operating loss of ¥4.3 billion, ¥0.3 billion more than in the previous period. As in other regions, rising sales led to higher capacity utilization and margins, and operations in Italy posted an improvement in profitability. Despite these and other positive factors, up-front investment related to a new plant in the Czech Republic and the switch to production of common rail diesel injection systems at a plant in Hungary had a negative impact on profitability. In Asia & Oceania, operating income increased 20.6%, or ¥2.5 billion, to ¥14.9 billion. Again, this was due to improved capacity utilization in line with higher sales and initiatives to rationalize operations, despite the negative impact of investment related to bringing a new plant on stream in Thailand.

OTHER INCOME (EXPENSES)

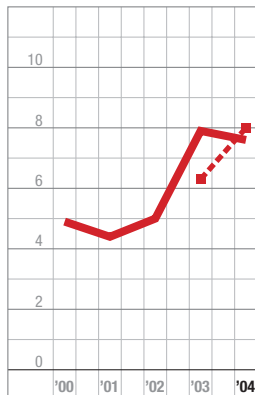
DENSO recorded net other expenses of ¥2.8 billion, compared to net other income of ¥73.6 billion in the previous period. Non-recurring items had the greatest impact with a net negative effect of ¥10.4 billion, primarily including loss on settlement of the substitutional portion of governmental pension program due to return of corresponding plan assets of ¥12.1 billion; gain on exemption from future pension obligation of the governmental program of ¥1.4 billion; and, other income, net of ¥0.3 billion. This compared with the previous fiscal year when non-recurring items had a net positive effect of ¥67.2 billion, resulting from a gain on exemption from future pension obligation of the governmental program of ¥112.2 billion; gain on transfer to defined contribution pension plans of ¥6.2 billion; impairment loss on goodwill of ¥37.2 billion in subsidiaries in Italy and other countries; restructuring charges of ¥6.9 billion; loss on redemption of bonds of ¥5.0 billion; and, other expenses, net of ¥2.1 billion.

INCOME BEFORE INCOME TAXES AND MINORITY INTERESTS

Income before income taxes and minority interests declined 20.4%, or ¥47.7 billion, to ¥185.8 billion, reflecting the factors outlined above.

Return on Equity

%



* The broken line excludes non-recurring extraordinary items

INCOME TAXES

Income taxes for the year under review declined 41.7%, or ¥49.0 billion, to ¥68.4 billion. The actual effective tax rate was 36.8%, compared with 50.2% in the previous period, mainly due to items that were not recognized as deferred tax assets in the previous period such as impairment loss on goodwill, as well as changes to tax regulations that resulted in a larger amount of tax-deductible research and development expenses.

MINORITY INTERESTS IN NET INCOME

Minority interests in net income increased 43.4%, or ¥2.3 billion, to ¥7.4 billion.

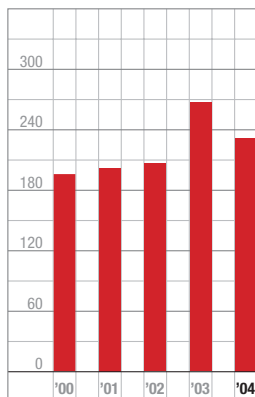
NET INCOME

DENSO recorded net income of ¥110.0 billion for the year ended March 31, 2004, 0.9%, or ¥1.0 billion, less than in the previous period. ROE decreased from 7.9% to 7.6%, while net income per share of common stock increased from ¥128.37 to ¥130.02. Fully diluted net income per share of common stock was ¥130.01, against ¥126.65 in the previous period.

Excluding non-recurring items in other income and expenses, net income was ¥116.1 billion, ROE 8.0%, net income per share ¥137.27, and fully diluted net income per share ¥137.27. Non-recurring items had a net negative effect of ¥10.4 billion, primarily as a result of loss on settlement of the substitutional portion of the governmental pension program due to return of corresponding plan assets of ¥12.1 billion; gain on exemption from future pension obligation of the governmental program of ¥1.4 billion; and, other income, net of ¥0.3 billion.

Net Cash Provided by Operating Activities

Billions of Yen



POLICY ON ALLOCATION OF EARNINGS

DIVIDENDS

DENSO is committed to paying shareholders a stable dividend over the long term, while taking into consideration the company's operating results and the dividend payout ratio. In line with this policy, DENSO has set a dividend applicable to the fiscal year that represents a payout ratio of 25.1% of non-consolidated net income. As a result, the non-consolidated annual dividend for the year ended March 31, 2004 is ¥24.00 per share, an increase of ¥4 per share compared with the previous fiscal year.

TREASURY STOCK REPURCHASES

During the year under review, DENSO repurchased 9.5 million shares of stock at an aggregate cost of ¥19.4 billion, as part of the strategy to increase ROE and return profits to shareholders. DENSO has repurchased a total of 122.7 million shares, including repurchases made in the year under review at an aggregate cost of ¥240.3 billion, since the beginning of its share buyback program in the year ended March 31, 1997. This represents 14% of all DENSO's outstanding shares in the year ended March 31, 1996. In the future, while giving due consideration to cash flows, DENSO will maintain this strategy as an important tool in improving ROE and increasing shareholder value.

SOURCE OF FUNDS AND LIQUIDITY RISK MANAGEMENT

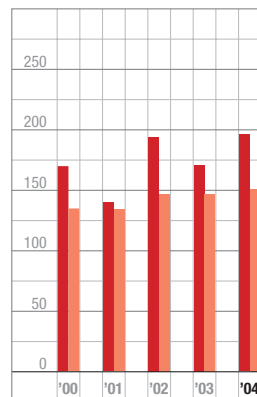
DENSO's fundamental financial policy is designed to: ensure efficient funding of the operational activities of the entire DENSO Group; secure an optimum level of funds and liquidity; and maintain a sound financial position.

GLOBAL CASH MANAGEMENT SYSTEM

A subsidiary to conduct the accounting operations of DENSO Corporation, DENSO Finance & Accounting Center Co., Ltd., has been established in Japan, together with regional headquarter subsidiaries in North

Capital Expenditures/ Depreciation

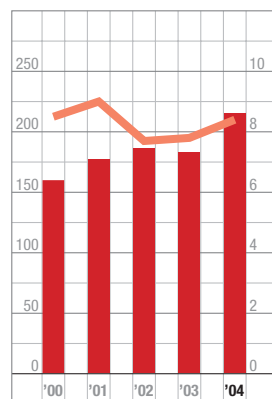
Billions of Yen



■ Capital Expenditures
■ Depreciation

R&D Expenditures

Billions of Yen/%



■ R&D Expenditures
■ Percentage of Net Sales

America, Europe and Asia. By integrating financing functions at these locations, DENSO is creating a structure that enables the optimum management of Group-wide funds. Based on this structure, in which each subsidiary is responsible for managing funds within its respective region, DENSO can procure capital resources and manage excess or deficient funds in a more centralized manner.

Monthly reports on the financial positions of each operating region are submitted to head office, facilitating financial monitoring on a global basis and supporting the management of related risks. This framework allows management to take appropriate actions in response to fiscal conditions as required.

FINANCIAL POSITION

Total assets as of March 31, 2004, stood at ¥2,526.5 billion, 7.3%, or ¥171.8 billion, higher than at the end of the previous fiscal year.

Current assets increased 6.5%, or ¥64.3 billion, to ¥1,059.0 billion, primarily attributable to a ¥55.5 billion increase in notes and accounts receivable in line with the growth in sales.

Net property, plant, and equipment (net of accumulated depreciation) increased 2.5%, or ¥19.0 billion, to ¥777.1 billion. This was mainly attributable to an increase in machinery and equipment of ¥21.2 billion.

Investments and other assets increased 14.7%, or ¥88.6 billion, to ¥690.4 billion. This mainly reflected a decline of ¥15.9 billion in prepaid pension cost, and a drop in other assets of ¥20.2 billion, offset by other items such as an increase of ¥124.0 billion in investment securities due to a rise in net unrealized gains and other factors.

The total of current and long-term liabilities rose 6.2%, or ¥55.0 billion year on year, to ¥945.1 billion. This was mainly due to a decline in the current portion of long-term debt of ¥41.5 billion, outweighed by increases in notes and accounts payable of ¥38.2 billion, short-term borrowings of ¥16.1 billion, long-term debt of ¥14.4 billion, and other items.

Total shareholders' equity was ¥1,509.5 billion, an 8.0%, or ¥111.6 billion, increase compared with the end of the previous fiscal period. This mainly reflected an increase in net income of ¥110.0 billion and an increase in net unrealized gain on available-for-sale securities of ¥69.4 billion, against a decrease in foreign currency translation adjustments of ¥30.1 billion and payments of ¥19.4 billion for stock repurchases. As a result, the shareholders' equity ratio rose from 59.4% to 59.7%.

CASH FLOWS

Net cash provided by operating activities for the fiscal year ended March 31, 2004 was ¥231.8 billion, 13.3%, or ¥35.5 billion, less than the previous fiscal year. This decline was chiefly attributable to cash outflows for an increase in notes and accounts receivable of ¥65.5 billion, a difference of ¥70.2 billion from the decrease of ¥4.7 billion in these receivables in the previous fiscal year, and an increase in inventories of ¥26.1 billion, ¥13.5 billion more than the increase of ¥12.6 billion one year earlier, against a rise in operating income of ¥28.8 billion.

Investing activities used net cash of ¥194.7 billion, 7.6%, or ¥16.0 billion, less than the previous fiscal year. This primarily reflected an increase of ¥17.1 billion in cash used for the acquisition of property, plant and equipment, against net proceeds from the purchase and sale of available-for-sale securities of ¥3.3 billion, ¥25.9 billion more than net payments of ¥22.6 billion in the previous period.

Net cash used in financing activities was ¥49.0 billion, 33.8%, or ¥25.0 billion, less than the previous year. This was mainly attributable to ¥40.0 billion used for the repayments of long-term bonds, a difference of ¥75.0 billion compared with the net proceeds from issuance and repayments of long-term bonds in the previous period, against a ¥41.9 billion increase in funds procured through short-term borrowings and long-term borrowings.

As a result, cash and cash equivalents as of March 31, 2004 stood at ¥244.5 billion, 5.9%, or ¥15.3 billion, less than at the end of the previous period.

CAPITAL EXPENDITURES / DEPRECIATION

DENSO applies a number of benchmarks to ensure appropriate decisions are made related to capital expenditures. These benchmarks include projected cash flow, ROA, number of years to recover investments, and forecasts of profitability. As part of its efforts to pare back medium-term fixed costs, DENSO is reducing the size and complexity of production lines, standardizing components, and using global procurement to achieve a reduction in capital expenditures of more than 30%.

Capital expenditures during the year under review totaled ¥196.4 billion, a 14.8%, or ¥25.3 billion increase on the previous fiscal year. Depreciation increased 3.1%, or ¥4.5 billion year on year, to ¥151.1 billion.

BY GEOGRAPHIC SEGMENT

In Japan, capital expenditures increased 10.3%, or ¥11.2 billion, to ¥121.3 billion, while in the Americas, capital expenditures rose 7.4%, or ¥1.9 billion, to ¥27.0 billion, due to preparations related to the start of air conditioner and radiator manufacturing at DENSO Manufacturing Arkansas, Inc. in the U.S., and other investment projects. In Europe, capital expenditures declined 11.5%, or ¥2.8 billion, to ¥21.7 billion as preparations to bring the production of common rail diesel injection systems and VCT components at DENSO Manufacturing Hungary Ltd. on stream in the previous year gradually wound down in the year under review. In Asia & Oceania, capital expenditures surged 132.0%, or ¥15.0 billion, to ¥26.4 billion, mainly due to the installation of manufacturing equipment at Siam DENSO Manufacturing Co., Ltd. for the production of common rail diesel injection systems and fuel injectors.

Depreciation by region was as follows: 1.6% higher in Japan, at ¥108.0 billion; 7.8% lower in the Americas, at ¥19.2 billion; 32.7% higher in Europe, at ¥15.1 billion; and, 8.7% higher in Asia & Oceania, at ¥8.8 billion.

RESEARCH AND DEVELOPMENT (R&D) ACTIVITIES

DENSO's R&D framework is built around the DENSO Research Laboratories, its basic research facility, Corporate R&D Departments, and R&D sections in production fields controlled by each business segment. In the field of basic research, DENSO seeks to identify long-term trends in the automotive industry, build up core technologies in key business fields, and develop innovative technologies to drive growth in new businesses. Corporate R&D Departments, meanwhile, are responsible for carrying out research in emerging fields and developing products that span multiple business segments. R&D sections in respective production fields carry out the development of next-generation products, and work closely with their counterparts in other fields. Overseas research facilities are located in the United States and Germany, and are mainly responsible for monitoring local market needs and the latest automotive industry developments.

In the year under review, DENSO established a joint venture—Advanced Driver Information Technology Corporation (ADIT)—with Robert Bosch GmbH of Germany, primarily to develop LSIs for car navigation systems and multimedia applications. Leveraging DENSO's advanced digital map imaging and other technologies, and Robert Bosch's powerful position in the European market, ADIT will develop navigation system LSIs and multimedia-compliant software platforms, as well as carry out research into map data formats. Both partners will use the results of this joint R&D effort to develop new products.

In the year under review, R&D expenses increased 17.5%, or ¥32.1 billion, to ¥214.9 billion, representing an amount equivalent to 8.4% of net sales, up from 7.8% in the previous period.

RISK MANAGEMENT

EXCHANGE RATE RISK

During the year ended March 31, 2004, the average yen-U.S. dollar and yen-euro exchange rates were ¥112 and ¥131 respectively, representing yen appreciation of 7.4% and yen depreciation of 8.3%, respectively, compared to the previous period.

In its operations, DENSO has to manage exchange rate risk primarily arising from the fact that currencies at manufacturing locations often differ from those at locations where the finished products are sold. In order to obviate this risk, DENSO has introduced a global cash management system, which is employed in line with an overall risk management strategy. In automotive operations overseas, DENSO also seeks to carry out material and parts procurement, product design and manufacturing in locations close to customers in order to minimize the impact of exchange rate fluctuations on operating results.

RISK MANAGEMENT COMMITTEE ESTABLISHED

In order to minimize the increasingly wide range of risks arising from the global nature of its operations, DENSO established a Risk Management Committee in May 2003 to reinforce its capabilities in this area. This committee works to obviate risk wherever possible, and is responsible for implementing initial measures in the event that risk does materialize.

OUTLOOK

The recovery that began in the global economy during the year under review is expected to continue in the fiscal year ending March 31, 2005. In the U.S., the key economy driving growth, economic policy prior to the fall presidential election is anticipated to ensure that the recovery remains robust. In the automotive industry, global car sales are projected to grow year on year, supported by the economic recovery. In Japan, car production is expected to decline slightly as domestic car sales remain flat and exports decline due to a shift in production to overseas plants.

Although DENSO is forecasting rising car sales underpinned by recovery in the global economy, there are still some reasons to be cautious, including the possibility of exchange rate volatility, the geopolitical situation in the Middle East, and the threat of terrorist attacks. Consequently, DENSO will continue to take a cautious approach to business operations in the fiscal year ahead.

In this climate, DENSO will further enhance the competitiveness of its products and implement an aggressive sales strategy. Supported by these and other actions, DENSO is forecasting net sales of ¥2,580.0 billion, an increase of 0.7%, operating income of ¥198.0 billion, up 5.0%, and net income of ¥118.0 billion, 7.2% higher, for the year ending March 31, 2005.

DENSO is projecting net income per share of ¥140.85, capital expenditures of ¥208.0 billion, depreciation of ¥163.0 billion, and R&D expenses of ¥213.0 billion.

(These forecasts have been calculated using yen exchange rates of 1US\$=¥105 and 1 euro=¥125)

FORWARD-LOOKING STATEMENTS

The above forecasts are based on information available as of the date of this report. Business performance is vulnerable to a variety of internal and external factors, such as changes in economic conditions, currency exchange rates, and business operations. Accordingly, readers are cautioned that actual results could differ materially from plans and expectations.

CONSOLIDATED BALANCE SHEETS

DENSO CORPORATION and Consolidated Subsidiaries
March 31, 2004 and 2003

ASSETS	Millions of yen		Thousands of U.S. dollars (Note 3)
	2004	2003	2004
Current Assets:			
Cash and cash equivalents	¥ 244,509	¥ 259,845	\$ 2,306,689
Short-term investments (Note 4)	28,709	35,341	270,840
Notes and accounts receivable:			
Trade	464,965	415,821	4,386,462
Affiliates	10,474	4,103	98,811
	475,439	419,924	4,485,273
Less: Allowance for doubtful accounts	(2,261)	(2,397)	(21,330)
	473,178	417,527	4,463,943
Inventories (Note 5)	214,751	196,581	2,025,953
Deferred income taxes (Note 6)	43,745	39,495	412,689
Other current assets	54,104	45,901	510,415
Total current assets	1,058,996	994,690	9,990,529
Property, Plant and Equipment (Note 8):			
Buildings and structures	563,439	549,811	5,315,462
Machinery and equipment	1,766,964	1,695,672	16,669,472
	2,330,403	2,245,483	21,984,934
Less: Accumulated depreciation	(1,758,281)	(1,697,389)	(16,587,557)
	572,122	548,094	5,397,377
Land	142,858	138,283	1,347,717
Construction in progress	62,076	71,701	585,623
Net property, plant and equipment	777,056	758,078	7,330,717
Investments and Other Assets:			
Investment securities (Note 4)	516,226	392,232	4,870,057
Investments in and advances to affiliates	38,077	39,126	359,217
Prepaid pension cost (Note 9)	84,250	100,135	794,811
Intangible assets	9,964	8,218	94,000
Other assets (Note 6)	41,933	62,178	395,594
Total investments and other assets	690,450	601,889	6,513,679
Total	¥2,526,502	¥2,354,657	\$23,834,925

See accompanying notes to consolidated financial statements.

LIABILITIES AND SHAREHOLDERS' EQUITY	Millions of yen		Thousands of U.S. dollars (Note 3)
	2004	2003	2004
Current Liabilities:			
Short-term borrowings (Notes 7 and 8)	¥ 49,996	¥ 33,898	\$ 471,660
Current portion of long-term debt (Notes 7 and 8)	3,325	44,805	31,368
Notes and accounts payable:			
Trade	320,908	284,994	3,027,434
Affiliates	23,766	21,433	224,208
	344,674	306,427	3,251,642
Income taxes payable	43,556	40,342	410,906
Accrued expenses	105,187	97,068	992,330
Accrued bonuses to employees	49,262	46,356	464,736
Other current liabilities (Notes 6 and 9)	53,817	48,164	507,708
Total current liabilities	649,817	617,060	6,130,350
Long-Term Liabilities:			
Long-term debt (Notes 7 and 8)	122,826	108,404	1,158,736
Liability for employees' retirement benefits (Note 9)	143,160	140,546	1,350,566
Other long-term liabilities (Notes 6 and 9)	29,275	24,101	276,179
Total long-term liabilities	295,261	273,051	2,785,481
Minority Interests	71,935	66,658	678,632
Contingent Liabilities (Note 10)			
Shareholders' Equity (Note 11):			
Common stock:			
Authorized: 1,426,942,000 shares in 2004 and 2003			
Issued: 884,068,713 shares in 2004 and 2003	187,457	187,457	1,768,462
Capital surplus	266,005	266,005	2,509,481
Retained earnings	1,080,996	989,198	10,198,076
Net unrealized gain on available-for-sale securities	142,588	73,237	1,345,170
Foreign currency translation adjustments	(70,577)	(40,452)	(665,821)
Treasury stock at cost: 50,195,355 shares in 2004 and 40,716,911 shares in 2003	(96,980)	(77,557)	(914,906)
Total shareholders' equity	1,509,489	1,397,888	14,240,462
Total	¥2,526,502	¥2,354,657	\$23,834,925

CONSOLIDATED STATEMENTS OF INCOME

DENSO CORPORATION and Consolidated Subsidiaries
Years ended March 31, 2004, 2003 and 2002

	Millions of yen			Thousands of U.S. dollars (Note 3)
	2004	2003	2002	2004
Net Sales (Note 12)	¥2,562,411	¥2,332,760	¥2,401,098	\$24,173,689
Cost of Sales (Note 13)	2,128,604	1,948,636	2,047,171	20,081,170
Gross profit	433,807	384,124	353,927	4,092,519
Selling, General and Administrative Expenses (Note 13)	245,148	224,231	220,587	2,312,717
Operating income	188,659	159,893	133,340	1,779,802
Other Income (Expenses):				
Interest and dividend income	8,311	9,358	10,033	78,406
Interest expense	(3,448)	(4,103)	(5,851)	(32,528)
Equity in earnings of affiliates	2,333	2,322	2,408	22,009
Foreign exchange (loss) gain	(1,171)	(1,156)	3,243	(11,047)
Gain on exemption from future pension obligation of the governmental program (Note 9)	1,429	112,172	—	13,481
Gain on transfer to defined contribution pension plans (Note 9)	667	6,206	—	6,292
Loss on settlement of the substitutional portion of governmental pension program due to return of corresponding plan assets (Note 9)	(12,132)	—	—	(114,453)
Loss on redemption of bonds (Note 7)	—	(4,964)	—	—
Restructuring charges	—	(6,912)	(4,382)	—
Impairment loss on goodwill	—	(37,226)	—	—
Other, net	1,244	(2,056)	192	11,736
Total	(2,767)	73,641	5,643	(26,104)
Income before income taxes and minority interests	185,892	233,534	138,983	1,753,698
Income Taxes (Note 6):				
Current	88,990	78,193	65,877	839,528
Deferred	(20,579)	39,126	(2,841)	(194,142)
Total	68,411	117,319	63,036	645,386
Minority Interests in Net Income	7,454	5,197	3,634	70,321
Net income	¥ 110,027	¥ 111,018	¥ 72,313	\$ 1,037,991
			Yen	U.S. dollars (Note 3)
Per Share of Common Stock (Notes 2 (O) and 17):				
Basic net income	¥ 130.02	¥ 128.37	¥ 80.22	\$1.23
Fully diluted net income	130.01	126.65	78.93	1.23
Cash dividends applicable to the year	24.00	20.00	18.00	0.23
Average Number of Shares (in thousands)	842,005	860,828	901,489	

See accompanying notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY

DENSO CORPORATION and Consolidated Subsidiaries
Years ended March 31, 2004, 2003 and 2002

	Millions of yen			Thousands of U.S. dollars (Note 3)
	2004	2003	2002	2004
Common Stock:				
Balance at beginning of period	¥ 187,457	¥ 173,098	¥ 173,098	\$ 1,768,462
Conversion of convertible bonds	—	14,359	0	—
Balance at end of period	¥ 187,457	¥ 187,457	¥ 173,098	\$ 1,768,462
Capital Surplus:				
Balance at beginning of period	¥ 266,005	¥ 251,644	¥ 251,643	\$ 2,509,481
Gain on disposal of treasury stock	—	20	—	—
Conversion of convertible bonds	—	14,341	1	—
Balance at end of period	¥ 266,005	¥ 266,005	¥ 251,644	\$ 2,509,481
Retained Earnings:				
Balance at beginning of period	¥ 989,198	¥ 895,522	¥ 924,467	\$ 9,332,057
Net income	110,027	111,018	72,313	1,037,991
Retirement of treasury stock	—	—	(84,923)	—
Cash dividends	(17,711)	(16,848)	(16,452)	(167,085)
Bonuses to directors and corporate auditors	(518)	(465)	(435)	(4,887)
Decrease in retained earnings due to change of consolidation scope	—	(29)	—	—
Other	—	—	552	—
Balance at end of period	¥1,080,996	¥ 989,198	¥ 895,522	\$10,198,076
Net Unrealized Gain on Available-for-sale Securities				
at End of Period	¥ 142,588	¥ 73,237	¥ 116,827	\$ 1,345,170
Foreign Currency Translation Adjustments at End of Period	¥ (70,577)	¥ (40,452)	¥ (14,634)	\$ (665,821)
Treasury Stock:				
Balance at beginning of period	¥ (77,557)	¥ (1,245)	¥ (748)	\$ (731,670)
Repurchase of treasury stock	(19,391)	(76,123)	(507)	(182,934)
Other increase/decrease in treasury stock	(32)	(189)	10	(302)
Balance at end of period	¥ (96,980)	¥ (77,557)	¥ (1,245)	\$ (914,906)
Total Shareholders' Equity at End of Period	¥1,509,489	¥1,397,888	¥1,421,212	\$14,240,462

	Thousands of shares		
	2004	2003	2002
Outstanding Number of Shares:			
Balance at beginning of period	843,352	865,686	913,991
Repurchase of treasury stock	(9,462)	(40,000)	(307)
Issued on conversion of convertible bonds	—	17,793	1
Retirement of treasury stock	—	—	(48,000)
Other increase/decrease in treasury stock	(17)	(127)	1
Balance at end of period	833,873	843,352	865,686

See accompanying notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF CASH FLOWS

DENSO CORPORATION and Consolidated Subsidiaries
Years ended March 31, 2004, 2003 and 2002

	Millions of yen			Thousands of U.S. dollars (Note 3)
	2004	2003	2002	2004
Operating Activities:				
Income before income taxes and minority interests	¥185,892	¥233,534	¥138,983	\$1,753,698
Adjustments for:				
Payment of income taxes	(85,063)	(62,483)	(72,464)	(802,481)
Depreciation	151,169	146,651	147,277	1,426,123
Amortization of goodwill including impairment	425	37,349	4,785	4,009
Increase (Decrease) in liability for retirement benefits	2,859	(37,936)	2,912	26,972
Equity in earnings of affiliates	(2,333)	(2,322)	(2,408)	(22,009)
Loss on sale or disposal of property, plant and equipment, net	4,130	4,691	5,691	38,962
Foreign exchange (gain) loss	(749)	1,004	518	(7,066)
Changes in assets and liabilities:				
(Increase) Decrease in notes and accounts receivable	(65,469)	4,682	(18,893)	(617,632)
(Increase) Decrease in inventories	(26,097)	(12,640)	13,003	(246,198)
Increase (Decrease) in notes and accounts payable	41,870	10,495	(14,201)	395,000
(Decrease) Increase in defined contribution pension payable	(4,741)	18,063	—	(44,726)
Decrease (Increase) in prepaid pension cost	15,885	(100,135)	—	149,858
Other, net	14,036	26,391	1,460	132,415
Total adjustments	45,922	33,810	67,680	433,227
Net cash provided by operating activities	231,814	267,344	206,663	2,186,925
Investing Activities:				
Acquisition of property, plant and equipment	(196,443)	(179,339)	(188,277)	(1,853,236)
Proceeds from sale of property, plant and equipment	9,580	9,313	12,538	90,377
Purchase of available-for-sale securities	(97,593)	(53,864)	(39,332)	(920,689)
Proceeds from sale and redemption of available-for-sale securities	100,904	31,253	74,254	951,925
Payment for purchase of consolidated subsidiaries, net of cash acquired	(883)	(443)	(342)	(8,330)
Other, net	(10,218)	(17,538)	(15,098)	(96,396)
Net cash used in investing activities	(194,653)	(210,618)	(156,257)	(1,836,349)
Financing Activities:				
Net increase (decrease) in short-term borrowings	12,333	(8,491)	22,355	116,349
Proceeds from long-term borrowings	19,744	675	3,474	186,264
Repayments of long-term borrowings	(4,741)	(6,728)	(5,843)	(44,726)
Issuance of bonds	—	99,985	—	—
Repayments of long-term bonds	(40,000)	(64,964)	—	(377,359)
Dividends paid	(17,711)	(16,848)	(16,452)	(167,085)
Purchase of treasury stock	(19,423)	(76,315)	(85,582)	(183,236)
Other, net	838	(1,244)	(1,155)	7,906
Net cash used in financing activities	(48,960)	(73,930)	(83,203)	(461,887)
Foreign Currency Translation Adjustments on Cash and Cash Equivalents	(3,537)	(1,758)	7,117	(33,368)
Net Decrease in Cash and Cash Equivalents	(15,336)	(18,962)	(25,680)	(144,679)
Cash and Cash Equivalents at Beginning of Period	259,845	277,894	303,493	2,451,368
Cash and Cash Equivalents of Newly Consolidated Subsidiaries	—	913	81	—
Cash and Cash Equivalents at End of Period	¥244,509	¥259,845	¥277,894	\$2,306,689
Additional cash flow information:				
Non-cash investing and financing activities:				
Conversion of convertible bonds to common stock and capital surplus	—	¥ 28,700	¥ 1	—
Assets and liabilities increased due to purchase of consolidated subsidiaries:				
Fair value of assets acquired	¥ 1,708	¥ 6,508	¥ 1,430	\$ 16,113
Liabilities assumed	(411)	(4,639)	(706)	(3,877)
Cash paid for the capital	1,213	567	517	11,443

See accompanying notes to consolidated financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DENSO CORPORATION and Consolidated Subsidiaries
Years ended March 31, 2004, 2003 and 2002

1.

BASIS OF PRESENTING CONSOLIDATED FINANCIAL STATEMENTS

The accompanying consolidated financial statements have been prepared from accounts and records maintained by DENSO CORPORATION (the "Company"), and its domestic and foreign consolidated subsidiaries (together, referred to as the "Companies") in accordance with the provisions set forth in the Securities and Exchange Law of Japan and in conformity with accounting principles generally accepted in Japan, which are different in certain respects as to application and disclosure requirements of International Financial Reporting Standards. The accounts and records of foreign consolidated subsidiaries are maintained in conformity with accounting principles of the countries of their domicile.

In preparing these consolidated financial statements, certain reclassifications and rearrangements have been made to the consolidated financial statements issued domestically in order to present them in a form that is more familiar to readers outside Japan. Certain reclassifications of the consolidated financial statements for the years ended March 31, 2003 and 2002 have been made to conform with the presentation for the year ended March 31, 2004.

2.

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(A) PRINCIPLES OF CONSOLIDATION AND ACCOUNTING FOR INVESTMENTS IN AFFILIATES

The Company had 164 subsidiaries at March 31, 2004 (155 for 2003 and 153 for 2002).

The Company applied the "control" concept for its consolidation policy. Under the control concept, those companies in which the Company, directly or indirectly, is able to exercise control over operations are to be fully consolidated. The consolidated financial statements for the year ended March 31, 2004 include all 164 subsidiaries (155 for 2003 and 150 for 2002). The Company applied the "power to exercise significant influence" concept to determine affiliates to be accounted for by the equity method. The Company applied the equity method to all 27 affiliates for the year ended March 31, 2004 (25 affiliates for 2003 and 2002).

The fiscal years of subsidiaries are not necessarily the same as that of the Company. Accounts of subsidiaries, which have different fiscal years, have been adjusted for significant transactions to properly reflect their financial position at March 31 of each year and the results of operations and cash flows for the years then ended. In fiscal 2004, 20 of the Company's foreign subsidiaries and affiliates (6 foreign subsidiaries in 2003 and 45 foreign subsidiaries and affiliates in 2002), which are consolidated or accounted for by the equity method, decided to change their fiscal year-end from December 31 to March 31. The Company's consolidated financial statements thus include 15 months of operating results at the 20 subsidiaries and affiliates that changed their fiscal year-ends in the year ended March 31, 2004 (6 subsidiaries in 2003 and 45 subsidiaries and affiliates in 2002).

Significant intercompany accounts and transactions have been eliminated in consolidation, and the portions attributable to minority interests have been charged against them. The net excess of the acquisition cost of the Company's investments in consolidated subsidiaries and affiliates accounted for under the equity method over the fair value of the net assets of those companies is amortized over the estimated available life or five years.

Investments in non-consolidated subsidiaries are accounted for on the cost basis at March 31, 2002. The effect on the consolidated financial statements of not applying the equity method is immaterial.

(B) TRANSLATION OF FINANCIAL STATEMENTS FOR CONSOLIDATED FOREIGN SUBSIDIARIES

The balance sheet accounts of the consolidated foreign subsidiaries are translated into Japanese yen at the current exchange rates at the balance sheet date, except for shareholders' equity, which is translated at the historical rates.

Revenue and expense accounts of the consolidated foreign subsidiaries are translated into Japanese yen at the annual average rates.

(C) CASH AND CASH EQUIVALENTS

The Company considers all highly liquid debt instruments that have an original maturity of three months or less as cash equivalents.

(D) INVENTORIES

Inventories other than raw materials are stated principally at cost. Raw materials are valued principally at the lower of cost or market. In both cases, cost is determined by the annual average method.

(E) SECURITIES

All securities are classified as available-for-sale securities and are valued at fair value, with unrealized gains and losses, net of applicable taxes, reported in as a separate component of shareholders' equity. The cost of securities sold is determined based on the moving-average method.

Non-marketable available-for-sale securities are valued at cost determined by the moving-average method. For other than temporary declines in fair value, available-for-sale securities are reduced to net realizable value by a charge to income.

(F) INTANGIBLE ASSETS

Intangible assets consisted of in-house software and the net excess of the acquisition cost of the Company's investments in consolidated subsidiaries over the fair value of the net assets of those companies. The straight-line method is primarily used to amortize intangible assets. The amortization of in-house software, which is available to reduce operating costs, is computed using the straight-line method based on the estimated useful life of five years.

(G) PROPERTY, PLANT AND EQUIPMENT AND DEPRECIATION

Property, plant and equipment are stated at cost. Depreciation is computed, with minor exceptions, by the declining-balance method at rates based on the estimated useful lives of the assets. The range of useful lives is principally from 10 to 45 years for buildings and structures and mainly seven years for machinery. Additional depreciation is charged for machinery operated in excess of normal usage.

(H) TRANSLATION OF FOREIGN CURRENCY ACCOUNTS

All short-term and long-term monetary receivables and payables denominated in foreign currencies are translated into Japanese yen at the current exchange rates at the balance sheet date. The foreign exchange gains and losses from translation are recognized in the consolidated statements of income to the extent that they are not hedged by forward exchange contracts.

(I) INCOME TAXES

The provision for current income taxes is computed based on the pretax income included in the consolidated statements of income.

The asset and liability approach is used to recognize deferred income taxes, which are recorded to reflect the impact of temporary differences between assets and liabilities recognized for financial reporting purposes and such amounts recognized for tax purposes. These deferred taxes are measured by applying currently enacted tax laws to the temporary differences.

Future tax benefits are recognized to the extent that such benefits are likely to be realized.

(J) LIABILITY FOR EMPLOYEES' RETIREMENT BENEFITS

The Companies accounted for the liability for retirement benefits based on projected benefit obligations and plan assets at the balance sheet date.

(K) APPROPRIATIONS OF RETAINED EARNINGS

Appropriations of retained earnings at each year-end are reflected in the financial statements for the following year on shareholders' approval.

(L) RESEARCH AND DEVELOPMENT EXPENSES

Research and development expenses are charged to income as incurred.

(M) LEASES

Leases are accounted for mainly as operating leases. Under Japanese accounting standards for leases, finance leases that are deemed to transfer ownership of the leased property to the lessee are to be capitalized, while other finance leases are permitted to be accounted for as operating lease transactions if certain "as if capitalized" information is disclosed in the notes to the lessee's financial statements.

(N) DERIVATIVE FINANCIAL INSTRUMENTS

Derivative financial instruments and foreign currency transactions are classified and accounted for as follows: a) all derivatives are recognized as either assets or liabilities and measured at fair value, and gains or losses on derivative transactions are recognized in the statements of income and b) for derivatives used for hedging purposes, if derivatives qualify for hedge accounting because of high correlation and effectiveness between the hedging instruments and the hedged items, gains or losses on derivatives are deferred until maturity of the hedged transactions.

The foreign exchange forward contracts, interest rate and currency swap contracts and foreign currency swap contracts employed to hedge foreign exchange exposures to the consolidated subsidiaries are measured at fair value, and the unrealized gains/losses are recognized in income.

Interest rate swaps are utilized to hedge interest rate exposures of financial assets and long-term debt (bonds). These swaps, which qualify for hedge accounting, are measured at market value at the balance sheet date and the unrealized gains and losses are deferred until maturity as other liability or asset.

(O) NET INCOME AND DIVIDENDS PER SHARE

Effective April 1, 2002, the Company adopted a new accounting standard for earnings per share of common stock issued by the Accounting Standards Board of Japan. Under the new standard, basic net income per share is computed by dividing net income available to common shareholders, which is more precisely computed than under previous practices, by the weighted-average number of common shares outstanding in each period, retroactively adjusted for stock splits. Prior to April 1, 2002, no adjustment was made to net income. The effect of this change was not material.

Fully diluted net income per share reflects the potential dilution that could occur if securities were exercised or converted into common stock. Fully diluted net income per share of common stock assumes full conversion of the outstanding convertible bonds at the beginning of the year (or at the time of issuance) with an applicable adjustment for related interest expense, net of tax, and full exercise of outstanding warrants.

Cash dividends per share presented in the accompanying consolidated statements of income are dividends applicable to the respective years including dividends to be paid after the end of the year.

3. U.S. DOLLAR AMOUNTS

The consolidated financial statements are stated in Japanese yen, the currency of the country in which the Company is incorporated and operates. The translations of Japanese yen amounts into U.S. dollar amounts are included solely for the convenience of readers outside Japan and have been made at the rate of ¥106 to U.S.\$1, the approximate rate of exchange at March 31, 2004, the last trading day of the fiscal year. Such translations should not be construed as representations that the Japanese yen amounts could be converted into U.S. dollars at that or any other rate.

4. SHORT-TERM INVESTMENTS AND INVESTMENT SECURITIES

Short-term investments consisted of time deposits not classified as cash equivalents and debt securities.

Investment securities consisted of equity securities and debt securities.

The carrying amounts and aggregate fair values of available-for-sale securities included in short-term investments and in investment securities at March 31, 2004 and 2003 were as follows:

	Millions of yen				Thousands of U.S. dollars			
	Cost	Unrealized Gain	Unrealized Loss	Fair Value	Cost	Unrealized Gain	Unrealized Loss	Fair Value
	2004				2004			
Equity securities	¥138,737	¥236,751	¥ (62)	¥375,426	\$1,308,840	\$2,233,500	\$ (585)	\$3,541,755
Debt securities	140,788	1,137	(89)	141,836	1,328,189	10,726	(840)	1,338,075
Total	¥279,525	¥237,888	¥(151)	¥517,262	\$2,637,029	\$2,244,226	\$(1,425)	\$4,879,830
					Millions of yen			
					Cost	Unrealized Gain	Unrealized Loss	Fair Value
					2003			
Equity securities					¥134,950	¥122,165	¥(2,005)	¥255,110
Debt securities					145,128	1,845	(51)	146,922
Total					¥280,078	¥124,010	¥(2,056)	¥402,032

The carrying amounts of available-for-sale securities whose fair value was not readily determinable included in short-term investments and in investment securities at March 31, 2004 and 2003 were as follows:

	Millions of yen		Thousands of U.S. dollars
	2004	2003	2004
Equity securities	¥17,692	¥17,148	\$166,906
Debt securities	2,173	3,622	20,500
Total	¥19,865	¥20,770	\$187,406

The carrying amounts of debt securities by contractual maturities for available-for-sale securities at March 31, 2004 were as follows:

	Millions of yen	Thousands of U.S. dollars
Due in one year or less	¥ 20,756	\$ 195,811
Due after one year through five years	122,186	1,152,698
Due after five years through ten years	1,067	10,066
Total	¥144,009	\$1,358,575

5. INVENTORIES

Inventories at March 31, 2004 and 2003 were as follows:

	Millions of yen		Thousands of U.S. dollars
	2004	2003	2004
Finished products	¥ 92,889	¥ 85,178	\$ 876,311
Work in process	59,663	52,925	562,859
Raw materials and supplies	62,199	58,478	586,783
Total	¥214,751	¥196,581	\$2,025,953

6. INCOME TAXES

The Company and its domestic subsidiaries are subject to Japanese national and local income taxes which, in aggregate, resulted in normal statutory tax rates of approximately 41% for the years ended March 31, 2004, 2003 and 2002.

The tax effects of significant temporary differences that resulted in deferred tax assets and liabilities at March 31, 2004 and 2003 were as follows:

	Millions of yen		Thousands of U.S. dollars
	2004	2003	2004
Deferred tax assets:			
Depreciation	¥ 60,421	¥ 59,631	\$ 570,009
Retirement benefits	45,182	38,451	426,245
Accrued bonuses to employees	19,106	15,906	180,245
Long-term prepaid expenses	11,548	15,536	108,943
Accrued contributions of transfer to defined contribution pension plans	5,313	—	50,123
Other	46,965	42,891	443,067
Less: Valuation allowance	(6,637)	(7,692)	(62,613)
Total deferred tax assets	¥181,898	¥164,723	\$1,716,019
Deferred tax liabilities:			
Unrealized gain on available-for-sale securities	¥ 94,798	¥ 48,479	\$ 894,321
Prepaid pension cost	25,718	31,948	242,623
Other	15,559	12,912	146,783
Total deferred tax liabilities	¥136,075	¥ 93,339	\$1,283,727
Net deferred tax assets	¥ 45,823	¥ 71,384	\$ 432,292

Net deferred tax assets are presented in the consolidated balance sheets at March 31, 2004 and 2003 as follows:

	Millions of yen		Thousands of U.S. dollars
	2004	2003	2004
Current assets-Deferred income taxes	¥43,745	¥39,495	\$412,689
Investments and other assets-Other assets	17,456	37,988	164,679
Current liabilities-Other current liabilities	(85)	(295)	(802)
Long-term liabilities-Other long-term liabilities	(15,293)	(5,804)	(144,274)
Net deferred tax assets	¥45,823	¥71,384	\$432,292

The reconciliation between the normal effective statutory tax rate and the actual effective tax rate reflected in the accompanying consolidated statements of income for the years ended March 31, 2004, 2003 and 2002 was as follows:

	2004	2003	2002
Normal effective statutory tax rate	41.24%	41.24%	41.24%
Tax credit of R&D expenses and other	(5.58)	—	—
Tax benefits not recognized on operating losses of subsidiaries	2.57	1.23	1.06
Lower income tax rates applicable to income in certain foreign countries	(1.67)	—	—
Adjustment of deferred tax assets due to tax rate change	—	1.11	—
Amortization of goodwill	—	6.60	1.45
Other	0.24	0.06	1.61
Actual effective tax rate	36.80%	50.24%	45.36%

Due to revisions to regional tax laws that came into effect on March 31, 2003, the statutory effective tax rate was changed from 41.24% to 39.76% effective for the years beginning April 1, 2004. As a result of this change, net deferred tax assets decreased by ¥794 million, while deferred income taxes and net unrealized gain on available-for-sale securities increased by ¥2,595 million and ¥1,801 million, respectively, at March 31, 2003.

7. SHORT-TERM BORROWINGS AND LONG-TERM DEBT

Short-term borrowings at March 31, 2004 and 2003 consisted of notes to banks and bank overdrafts. The weighted average interest rates applicable to short-term borrowings at March 31, 2004 and 2003 were 1.9% and 3.8%, respectively.

Long-term debt at March 31, 2004 and 2003 consisted of the following:

	Millions of yen		Thousands of U.S. dollars
	2004	2003	2004
Unsecured 1.32% yen bonds due 2003	—	¥ 40,000	—
Unsecured 0.34% yen bonds due 2007	¥ 50,000	50,000	\$ 471,698
Unsecured 1.11% yen bonds due 2012	50,000	50,000	471,698
Other long-term debt (weighted average interest rates of 2.0% in 2004 and 3.2% in 2003)	26,151	13,209	246,708
Total	¥126,151	¥153,209	\$1,190,104
Less: Current portion	3,325	44,805	31,368
Long-term debt, less current portion	¥122,826	¥108,404	\$1,158,736

The Company assigned the obligation to repay 1.9% unsecured bonds issued on June 23, 1998 to a financial institution during the year ended March 31, 2003. Accordingly, these bonds have been treated as redeemed and loss on redemption of bonds in the amount of ¥4,964 million was recognized. Contingent liabilities to bond holders with respect to this transaction are described in Note 10.

On June 23, 1998, the Company issued ¥40,000 million in 1.32% unsecured bonds due in June 2003. On November 13, 2002, the Company issued unsecured bonds of ¥50,000 million in 0.34% due in September 2007 and of ¥50,000 million in 1.11% due in September 2012, all payable in Japanese yen. All bonds were issued by public placement.

The aggregate annual maturities of long-term debt subsequent to March 31, 2004 were as follows:

Year ending March 31,	Millions of yen	Thousands of U.S. dollars
2005	¥ 3,325	\$ 31,368
2006	4,685	44,198
2007	3,953	37,293
2008	52,745	497,594
2009	2,884	27,208
2010 and thereafter	58,559	552,443
Total	¥126,151	\$1,190,104

8. PLEDGED ASSETS

The following assets were pledged as collateral for short-term borrowings of ¥164 million (\$1,547 thousand), current portion of long-term debt of ¥56 million (\$528 thousand) and long-term debt of ¥155 million (\$1,462 thousand) at March 31, 2004.

	Millions of yen	Thousands of U.S. dollars
Buildings and structures, net of accumulated depreciation	¥1,145	\$10,802
Machinery and equipment, net of accumulated depreciation	89	839
Land	3,299	31,123
Total	¥4,533	\$42,764

9. LIABILITY FOR EMPLOYEES' RETIREMENT BENEFITS

Employees are generally entitled to lump-sum severance indemnities determined by current basic rates of pay, length of service, and the conditions under which the termination occurs. The Company and its domestic consolidated subsidiaries have unfunded retirement benefit plans and funded non-contributory pension plans for employees. Under the unfunded retirement benefit plans, the amount of severance indemnities to be paid by the Company and domestic subsidiaries is, in most cases, reduced by the benefits payable under the funded pension plan. The foreign consolidated subsidiaries do not recognize such cost. However, certain foreign subsidiaries adopted individual pension plans.

According to the enactment of the Defined Contribution Pension Plan Law in October 2001, the Company implemented a defined contribution pension plan in October 2002 by which a portion of the severance lump-sum payment plan was terminated. The Company applied accounting treatments specified in the guidance issued by the Accounting Standards Board of Japan. The effect of this transfer was to increase income before income taxes and minority interests by ¥6,206 million and was recorded as gain on transfer to a defined contribution pension plan in the statement of income for the year ended March 31, 2003. As a result of this transition, the projected benefit obligations and the unrecognized actuarial losses decreased by ¥32,245 million and ¥1,922 million, respectively, and the liability for employees' retirement benefits decreased by ¥30,323 million at March 31, 2003. Plan assets of ¥24,117 million were to be transferred over a period of four years. At March 31, 2003, plan assets not yet transferred totaled ¥18,063 million were presented as other current liabilities and other long-term liabilities.

The domestic subsidiaries, GAC CORPORATION and ASMO CO., LTD., implemented a defined contribution pension plan in April and October 2003, respectively, by which a portion of the severance lump-sum payment plan was terminated. GAC CORPORATION and ASMO CO., LTD applied accounting treatments specified in the guidance issued by the Accounting Standards Board of Japan. The effects of these transfers were to increase income before income taxes and minority interests by ¥667 million (\$6,292 thousand) and were recorded as gain on transfer to defined contribution pension plans in the consolidated statements of income for the year ended March 31, 2004. As a result of this transition, the projected benefit obligations and the unrecognized actuarial losses are decreased by ¥3,323 million (\$31,349 thousand) and ¥440 million (\$4,151 thousand), respectively, and the liability for employees' retirement benefits decreased by ¥2,883 million (\$27,198 thousand) at March 31, 2004. Plan assets of ¥2,217 million (\$20,915 thousand) will be transferred over a period of four years.

At March 31, 2004, total plan assets not yet transferred for the three companies amounted to ¥13,322 million (\$125,679 thousand) were presented as other current liabilities and other long-term liabilities.

The Company and certain domestic subsidiaries also have contributory funded defined benefit pension plans. The contributory funded defined benefit pension plan, which is established under the Japanese Welfare Pension Insurance Law, covers a substitutional portion of the governmental pension program managed by the Company on behalf of the government and a corporate portion established at the discretion of the company. According to the enactment of the Defined Benefit Pension Plan Law in April 2002, the Company applied for an exemption from obligation to pay benefits for future employee services related to the substitutional portion which would result in the transfer of the pension obligations and related assets to the government by another subsequent application. The Company obtained an approval of exemption from future obligation by the Ministry of Health, Labor and Welfare on April 1, 2002.

As a result of this exemption, the Company recognized a gain on exemption from future pension obligation of the governmental program in the amount of ¥112,172 million in accordance with a transitional measurement of the accounting standard for employees' retirement benefits for the year ended March 31, 2003.

Following approval on September 1, 2003 from the Ministry of Health, Labor and Welfare for exemption from past pension obligation related to the substitutional portion of the governmental program, the Company returned ¥115,894 million (\$1,093,340 thousand) to the government in cash on January 26, 2004. Since the Company applied a transitional measurement of the accounting standard for employees' retirement benefits at the time of approval of exemption from future obligation, the Company recorded a loss on settlement of the substitutional portion of the governmental pension program due to return of corresponding plan assets in the amount of ¥12,132 million (\$114,453 thousand) in the consolidated statements of income for the year ended March 31, 2004.

ANDEN CO., LTD. obtained an approval of exemption from future obligation by the Ministry of Health, Labor and Welfare on April 15, 2003. As a result of this exemption, ANDEN CO., LTD recognized a gain on exemption from future pension obligation of the governmental program in the amount of ¥1,429 million (\$13,481 thousand) in accordance with a transitional measurement of the accounting standard for employees' retirement benefits for the year ended March 31, 2004. Estimated plan assets to be returned to the government at March 31, 2004 were ¥1,808 million (\$17,057 thousand).

The liability (asset) for employees' retirement benefits at March 31, 2004 and 2003 consisted of the following:

	Millions of yen		Thousands of U.S. dollars
	2004	2003	2004
Projected benefit obligation	¥554,057	¥458,174	\$5,226,953
Fair value of plan assets	(331,105)	(244,268)	(3,123,632)
Unrecognized actuarial loss	(165,758)	(176,028)	(1,563,755)
Unrecognized prior service benefit	1,716	2,533	16,189
Net liability	58,910	40,411	555,755
Prepaid pension cost	84,250	100,135	794,811
Liability for employees' retirement benefits	¥143,160	¥140,546	\$1,350,566

The components of net periodic retirement benefit costs for the years ended March 31, 2004, 2003 and 2002 were as follows:

	Millions of yen			Thousands of U.S. dollars
	2004	2003	2002	2004
Service cost	¥23,770	¥ 24,321	¥26,665	\$224,245
Interest cost	11,062	10,861	17,834	104,358
Expected return on plan assets	(5,488)	(9,497)	(14,340)	(51,774)
Recognized actuarial loss	18,526	11,397	5,306	174,774
Amortization of prior service benefit	(199)	(109)	(2,843)	(1,877)
Net periodic retirement benefit costs	¥47,671	¥ 36,973	¥32,622	\$449,726
Gain on exemption from future pension obligation of the governmental program	¥ (1,429)	¥(112,172)	—	\$ (13,481)
Loss on settlement of the substitutional portion of governmental pension program due to return of corresponding plan assets	12,132	—	—	114,453
Gain on transfer to defined contribution pension plans	(667)	(6,206)	—	(6,292)
Contribution to defined contribution pension plans fund	2,828	10,089	—	26,679
Total	¥60,535	¥ (71,316)	—	\$571,085

Assumptions used for the years ended March 31, 2004, 2003 and 2002 were set forth as follows:

	2004	2003	2002
Discount rate	(Beginning of period) mainly 2.5% (End of period) mainly 2.0%	mainly 2.5%	mainly 2.5%
Expected rate of return on plan assets	mainly 3.0%	mainly 4.5%	mainly 4.5%
Amortization period of prior service benefit	10 years	10 years	10 years
Recognition period of actuarial gain/loss	10 years	10 years	10 years

At March 31, 2004, the Companies had the following contingent liabilities:

	Millions of yen	Thousands of U.S. dollars
Guarantees of loans from financial institutions to the Companies' employees and others	¥ 3,412	\$ 32,188
Trade notes sold with recourse	3,841	36,236
Redemption of 1.9% yen bonds transferred to a third party under a debt assumption agreement	60,000	566,038
Total	¥67,253	\$634,462

Japanese companies are subject to the Japanese Commercial Code (the "Code") to which certain amendments became effective from October 1, 2001.

The Code was revised whereby common stock par value was eliminated resulting in all shares being recorded with no par value and at least 50% of the issue price of new shares is required to be recorded as common stock and the remaining net proceeds as additional paid-in capital, which is included in capital surplus. The Code permits Japanese companies, upon approval of the Board of Directors, to issue shares to existing shareholders without consideration as a stock split. Such issuance of shares generally does not give rise to changes within the shareholders' accounts.

The revised Code also provides that an amount at least equal to 10% of the aggregate amount of cash dividends and certain other appropriations of retained earnings associated with cash outlays applicable to each period shall be appropriated as a legal reserve (a component of retained earnings) until such reserve and additional paid-in capital equals 25% of common stock. The amount of total additional paid-in capital and legal reserve that exceeds 25% of the common stock may be available for dividends by resolution of the shareholders. In addition, the Code permits the transfer of a portion of additional paid-in capital and legal reserve to the common stock by resolution of the Board of Directors.

The revised Code eliminated restrictions on the repurchase and use of treasury stock allowing companies to repurchase treasury stock by a resolution of the shareholders at the general shareholders' meeting and dispose of such treasury stock by resolution of the Board of Directors. The repurchased amount of treasury stock cannot exceed the amount available for future dividends plus the amount of common stock, additional paid-in capital or legal reserve to be reduced in the case where such reduction was resolved at the general shareholders' meeting.

The amount of retained earnings available for dividends under the Code was ¥690,476 million (\$6,513,925 thousand) as of March 31, 2004, based on the amount recorded in the parent company's general books of account. In addition to the provision that requires an appropriation for a legal reserve in connection with the cash payment, the Code imposes certain limitations on the amount of retained earnings available for dividends.

10. CONTINGENT LIABILITIES

11. SHAREHOLDERS' EQUITY

Dividends are approved by the shareholders at a meeting held subsequent to the fiscal year to which the dividends are applicable. Semi-annual interim dividends may also be paid upon resolution of the Board of Directors, subject to certain limitations imposed by the Code.

Under certain stock option plans approved by the Company's shareholders, the Company has granted stock options to directors, general managers and directors of subsidiaries. Each option permits the holder to purchase one hundred shares of the Company's common stock at a specified exercise price, during a specified period.

Information about the outstanding stock option plans is as follows:

Date of Approval	Option Holder	Total Number of Outstanding Options	Exercise Period	Exercise Price *
June 29, 2000	Directors	2,160	From July 1, 2002 to June 30, 2006	¥2,717
	General Managers			
June 28, 2001	Directors	2,490	From July 1, 2003 to June 30, 2007	¥2,397
	General Managers			
June 27, 2002	Directors	8,160	From July 1, 2004 to June 30, 2008	¥2,003
	General Managers			
June 27, 2003	Directors	11,100	From July 1, 2005 to June 30, 2009	¥2,090
	General Managers			
	Directors of subsidiaries			

* Subject to adjustment for subsequent stock splits and other circumstances.

During the year ended March 31, 2002, the Company retired 48,000 thousand shares of treasury stock, amounting to ¥84,923 million by charging the cost to retained earnings, according to the shareholders' meeting held on June 27, 2001.

Toyota Motor Corporation ("Toyota") directly owned 205,127 thousand shares, 207,626 thousand shares and 212,414 thousand shares of common stock of the Company at March 31, 2004, 2003 and 2002, respectively, which accounted for 23.20%, 23.48% and 24.52% of the total shares of the Company issued at the respective dates.

Sales of the Companies to Toyota for the years ended March 31, 2004, 2003 and 2002 were as follows:

	Millions of yen			Thousands of U.S. dollars
	2004	2003	2002	2004
Sales to Toyota (Japan headquarters only)	¥816,295	¥751,576	¥719,385	\$7,700,896

12. SIGNIFICANT SHAREHOLDER

Research and development expenses charged to income were ¥214,917 million (\$2,027,519 thousand), ¥182,886 million, and ¥185,627 million for the years ended March 31, 2004, 2003 and 2002, respectively.

13. RESEARCH AND DEVELOPMENT EXPENSES

The Companies lease certain machinery, computer equipment, and other assets. Total lease expense for finance leases for the years ended March 31, 2004, 2003 and 2002 were ¥2,813 million (\$26,538 thousand), ¥3,432 million and ¥2,778 million, respectively.

14. LEASES

Pro forma information of leased property such as acquisition cost, accumulated depreciation, obligation under finance leases, and depreciation expenses of finance leases that do not transfer ownership of the leased property to the lessee on an "as if capitalized" basis was as follows:

	Millions of yen		Thousands of U.S. dollars
	2004	2003	2004
Acquisition and accumulated depreciation			
Acquisition cost	¥13,101	¥18,850	\$123,594
Accumulated depreciation	7,006	11,525	66,094
Net leased property	¥ 6,095	¥ 7,325	\$ 57,500
Obligations under finance leases			
Due within one year	¥ 2,183	¥ 2,566	\$ 20,594
Due after one year	3,912	4,759	36,906
Total	¥ 6,095	¥ 7,325	\$ 57,500

Obligations under finance leases includes the imputed interest expense portion.

Depreciation expenses, which were not reflected in the accompanying consolidated statements of income for the years ended March 31, 2004, 2003 and 2002, computed by the straight-line method, were ¥2,813 million (\$26,538 thousand), ¥3,432 million and ¥2,778 million, respectively.

The rental commitments under non-cancelable operating leases at March 31, 2004 were as follows:

	Millions of yen	Thousands of U.S. dollars
Due within one year	¥ 769	\$ 7,255
Due after one year	2,729	25,745
Total	¥3,498	\$33,000

15. SEGMENT INFORMATION

(A) Business Segments

Business segment data for the years ended March 31, 2004, 2003 and 2002 is not presented as the automotive segment represented more than 90% of total sales and assets of all business segments and operating income in each fiscal year.

(B) Geographical Segments (by company location)

Years ended March 31			Millions of yen			Thousands of U.S. dollars
			2004	2003	2002	2004
Sales	Japan	Customers	¥1,469,552	¥1,355,925	¥1,304,249	\$13,863,698
		Intersegment	416,245	374,770	338,858	3,926,840
		Total	1,885,797	1,730,695	1,643,107	17,790,538
	The Americas	Customers	549,208	531,303	630,714	5,181,208
		Intersegment	8,532	9,267	12,602	80,490
		Total	557,740	540,570	643,316	5,261,698
	Europe	Customers	333,486	269,499	304,194	3,146,094
		Intersegment	4,809	4,489	5,073	45,368
		Total	338,295	273,988	309,267	3,191,462
	Asia & Oceania	Customers	210,165	176,033	161,941	1,982,689
		Intersegment	13,438	9,837	7,456	126,773
		Total	223,603	185,870	169,397	2,109,462
		Eliminations	(443,024)	(398,363)	(363,989)	(4,179,471)
		Consolidated	¥2,562,411	¥2,332,760	¥2,401,098	\$24,173,689
	Operating Income (Loss)	Japan	¥ 153,473	¥ 123,235	¥ 113,454	\$ 1,447,858
The Americas		24,833	28,173	18,261	234,274	
Europe		(4,250)	(3,965)	(5,885)	(40,094)	
Asia & Oceania		14,903	12,360	7,596	140,594	
Eliminations		(300)	90	(86)	(2,830)	
Consolidated		¥ 188,659	¥ 159,893	¥ 133,340	\$ 1,779,802	
Assets	Japan	¥1,627,930	¥1,497,411	¥1,456,499	\$15,357,830	
	The Americas	248,500	287,457	306,970	2,344,340	
	Europe	231,332	239,946	231,095	2,182,377	
	Asia & Oceania	161,707	137,230	123,322	1,525,538	
	Corporate and Eliminations	257,033	192,613	243,162	2,424,840	
	Consolidated	¥2,526,502	¥2,354,657	¥2,361,048	\$23,834,925	

16. DERIVATIVES

(C) Sales by Customer Location

Years ended March 31	Millions of yen			Thousands of U.S. dollars
	2004	2003	2002	2004
Japan	¥1,442,645 56.3%	¥1,325,637 56.8%	¥1,277,865 53.2%	\$13,609,859 56.3%
The Americas	557,035 21.7%	539,299 23.1%	632,797 26.4%	5,255,047 21.7%
Europe	332,019 13.0%	274,271 11.8%	310,964 12.9%	3,132,255 13.0%
Asia & Oceania	224,511 8.8%	188,863 8.1%	174,899 7.3%	2,118,028 8.8%
Others	6,201 0.2%	4,690 0.2%	4,573 0.2%	58,500 0.2%
Net Sales	¥2,562,411	¥2,332,760	¥2,401,098	\$24,173,689

The figures in table (B) Geographical Segments are determined based on the locations of the Companies, and therefore, differ from the figures in table (C) Sales by Customer Location.

The Companies use derivatives for the purpose of reducing their exposures to adverse fluctuations in interest rates and foreign exchange rates. Derivatives used include forward exchange contracts, foreign currency swaps, foreign currency options, and interest rate swaps. The amounts of derivatives are limited by the Companies' regulations.

Derivatives are subject to risk, such as fluctuations in interest rates and foreign exchange rates. Because the counterparties to these derivatives are limited to major international financial institutions, the Companies do not anticipate any losses arising from credit risk.

The execution and control of derivatives at the Company, as approved by the Board of Directors at the beginning of each fiscal period, are governed by internal regulations, which stipulate the purpose of derivatives, their scope of use, and the reporting system.

The fair values of the Companies' derivative contracts at March 31, 2004 and 2003 were as follows:

	Millions of yen			Thousands of U.S. dollars		
	Contract or Notional Amounts	Fair Value	Net Unrealized Gain/(Loss)	Contract or Notional Amounts	Fair Value	Net Unrealized Gain/(Loss)
	2004			2004		
Forward exchange contracts:						
Buying contracts —						
U.S. dollar	¥ 142	¥ 147	¥ 5	\$ 1,340	\$ 1,387	\$ 47
EURO	96	99	3	906	934	28
Others	240	237	(3)	2,264	2,236	(28)
Foreign currency options:						
Selling contracts —						
U.S. dollar call options	¥2,303			\$21,726		
	<19>	¥ 10	¥ 9	<179>	\$ 94	\$ 85
Buying contracts —						
U.S. dollar put options	4,606			43,453		
	<50>	128	78	<472>	1,208	736
Interest rate swaps:						
Floating rate receipt, fixed rate payment	¥1,289	¥1,310	¥21	\$12,160	\$12,358	\$198

	Millions of yen		
	Contract or Notional Amounts	Fair Value	Net Unrealized Gain/(Loss)
2003			
Forward exchange contracts:			
Selling contracts —			
U.S. dollar	¥ 42	¥ 41	¥ 1
Buying contracts —			
U.S. dollar	119	107	(12)
EURO	50	36	(14)
Others	6	6	0
Foreign currency options:			
Selling contracts —			
U.S. dollar call options	¥1,669	<11> ¥ 13	¥ (2)
Buying contracts —			
U.S. dollar put options	3,099	<29> 19	(10)
Interest rate swaps:			
Floating rate receipt, fixed rate payment	¥3,895	¥3,878	¥(17)

The fair value and net unrealized gain/loss on currency and interest rate swap contracts employed to hedge exchange rate and other risks on payables and receivables to/from consolidated subsidiaries that have been eliminated in consolidation, were as follows:

	Millions of yen			Thousands of U.S. dollars		
	Contract or Notional Amounts	Fair Value	Net Unrealized Gain/(Loss)	Contract or Notional Amounts	Fair Value	Net Unrealized Gain/(Loss)
2004						
Forward exchange contracts:						
Selling contracts	¥18,448	¥18,168	¥280	\$174,038	\$171,396	\$2,642
Buying contracts	721	703	(18)	6,802	6,632	(170)
Foreign currency swaps	¥ 3,210	¥ 3,225	¥ (15)	\$ 30,283	\$ 30,425	\$ (142)

	Millions of yen		
	Contract or Notional Amounts	Fair Value	Net Unrealized Gain/(Loss)
2003			
Forward exchange contracts:			
Selling contracts	¥14,815	¥14,678	¥137
Buying contracts	141	143	2
Foreign currency swaps	¥5,173	¥5,488	¥(315)
Interest rate and currency swaps	3,784	3,784	0

- Notes: 1. The fair values of foreign currencies are translated at the spot rate at the balance sheet date.
2. Option premiums within the consolidated balance sheets are disclosed, in brackets (< >), under the contract or notional amounts.
3. Derivatives for which hedge accounting is applied are excluded from this disclosure.
4. The contract or notional amounts of derivatives shown in the above tables do not measure the Companies' exposure to credit or market risks.

17.

NET INCOME PER SHARE

The reconciliation of the differences between basic and fully diluted net income per share (EPS) for the years ended March 31, 2004 and 2003 was as follows:

	Millions of yen	Thousands of shares	Yen	U.S. dollars
	Net Income	Weighted Average Shares	EPS	EPS
2004				
Basic EPS				
Net income available to common shareholders	¥109,476	842,005	¥130.02	\$1.23
Effect of Dilutive Securities				
Warrants	—	29		
Fully diluted EPS				
Net income for computation	¥109,476	842,034	¥130.01	\$1.23
2003				
Basic EPS				
Net income available to common shareholders	¥110,503	860,828	¥128.37	
Effect of Dilutive Securities				
Convertible bonds	161	12,969		
Fully diluted EPS				
Net income for computation	¥110,664	873,797	¥126.65	

18.

SUBSEQUENT EVENTS

(A) On June 24, 2004, at a meeting of the shareholders of the Company, the following items were approved.

(1) Appropriation of Retained Earnings

	Millions of yen	Thousands of U.S. dollars
Cash dividends	¥10,841	\$102,274
Bonuses to directors and corporate auditors	333	3,141
Total	¥11,174	\$105,415

(2) Stock Option Plan

The plan provides for issuing stock options mainly to directors, managing officers, key employees and directors of subsidiaries. The options entitle the holders to purchase shares of the Company's common stock up to 1,300 thousand shares. The options will be generally granted at an exercise price of 105% of the average closing price of the per share value of the Company's common stock, according to the Tokyo Stock Exchange, for the month prior to the month in which the options are issued. The Company plans to issue acquired treasury stock on exercise of the stock options. The exercisable period is July 1, 2006 to June 30, 2010.

(3) Purchase of Treasury Stock

The Company is authorized to repurchase up to 10,000 thousand shares of the Company's common stock (aggregate amount of ¥25,000 million (\$235,849 thousand)).

(4) Amendment of Amended Articles of Incorporation

The Company has amended its articles of incorporation to allow it to repurchase treasury stock by resolution of the Board of Directors according to the Japanese Commercial Code.

(B) The Company and its labor union agreed to change the Company's rule for employees' retirement benefits on May 24, 2004. Retirement benefits including pension benefits were revised from those based on the basic rate of pay at the retirement to those based on accumulated points obtained according to positions, and pension benefits were revised from payments based on a defined interest rate to those based on a variable interest rate. As a result of these changes, prior service benefits of ¥88,250 million (\$832,547 thousand) were incurred and they will be amortized over ten years starting from the year ending March 31, 2005.



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To the Board of Directors of
DENSO CORPORATION:

We have audited the accompanying consolidated balance sheets of DENSO CORPORATION and consolidated subsidiaries as of March 31, 2004 and 2003, and the related consolidated statements of income, shareholders' equity, and cash flows for each of three years in the period ended March 31, 2004, all expressed in Japanese yen. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of DENSO CORPORATION and consolidated subsidiaries as of March 31, 2004 and 2003, and the consolidated results of their operations and their cash flows for each of the three years in the period ended March 31, 2004 in conformity with accounting principles generally accepted in Japan.

As discussed in Note 18. (B) to the consolidated financial statements, the Company and its labor union agreed to change the Company's rule for employees' retirement benefits on May 24, 2004. Retirement benefits including pension benefits were revised from those based on the basic rate of pay at the retirement to those based on accumulated points obtained according to positions, and pension benefits were revised from payments based on a defined interest rate to those based on a variable interest rate. As a result of these changes, prior service benefits of ¥88,250 million (\$832,547 thousand) were incurred and they will be amortized over ten years starting from the year ending March 31, 2005.

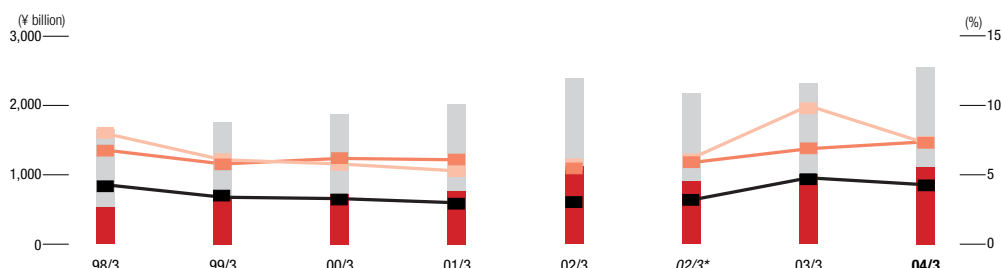
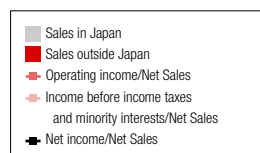
Our audits also comprehended the translation of Japanese yen amounts into U.S. dollar amounts and, in our opinion, such translation has been made in conformity with the basis stated in Note 3. Such U.S. dollar amounts are presented solely for the convenience of readers outside Japan.

A handwritten signature in cursive script that reads "Deloitte Touche Tohmatsu".

June 24, 2004

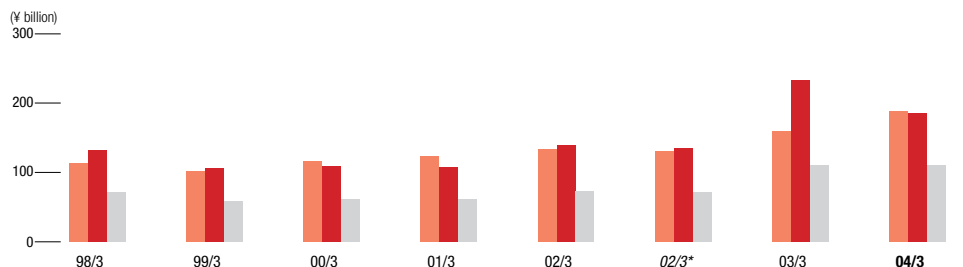
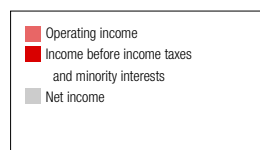
OPERATING RESULTS

Net Sales



(Millions of yen)	98/3	99/3	00/3	01/3	02/3	02/3*	03/3	04/3
Net Sales	¥1,667,311	¥1,758,842	¥1,883,407	¥2,014,978	¥2,401,098	¥2,183,062	¥2,332,760	¥2,562,411
Change from previous period	2.6%	5.5%	7.1%	7.0%	19.2%	8.3%	(2.8%)	9.8%
Sales in Japan	1,135,834	1,104,579	1,161,016	1,245,830	1,277,865	<i>1,277,865</i>	1,325,637	1,442,645
Change from previous period	(1.5%)	(2.8%)	5.1%	7.3%	2.6%	2.6%	3.7%	8.8%
Sales outside Japan	531,477	654,263	722,391	769,148	1,123,233	<i>905,197</i>	1,007,123	1,119,766
Change from previous period	12.7%	23.1%	10.4%	6.5%	46.0%	17.7%	(10.3%)	11.2%
Operating income/Net Sales	6.8%	5.8%	6.2%	6.1%	5.6%	5.9%	6.9%	7.4%
Income before income taxes and minority interests/Net Sales	8.0%	6.1%	5.8%	5.3%	5.8%	6.2%	10.0%	7.3%
Net income/Net Sales	4.3%	3.4%	3.3%	3.0%	3.0%	3.2%	4.8%	4.3%

Profits



(Millions of yen)	98/3	99/3	00/3	01/3	02/3	02/3*	03/3	04/3
Operating income	¥112,786	¥101,663	¥116,682	¥123,526	¥133,340	¥129,888	¥159,893	¥188,659
Change from previous period	(14.8%)	(9.9%)	14.8%	5.9%	7.9%	5.2%	19.9%	18.0%
Income before income taxes and minority interests	132,597	106,732	108,908	107,299	138,983	<i>135,360</i>	233,534	185,892
Change from previous period	(13.2%)	(19.5%)	2.0%	(1.5%)	29.5%	26.2%	68.0%	(20.4%)
Net income	71,158	58,969	61,913	60,799	72,313	<i>70,800</i>	111,018	110,027
Change from previous period	(0.3%)	(17.1%)	5.0%	(1.8%)	18.9%	16.4%	53.5%	(0.9%)

Cautionary Note: The figures for the year ended March 31, 2002 included the effect of the irregular 15-month reporting period, due to the shift of the end of the fiscal year from December to March for major overseas consolidated subsidiaries and affiliates (45 companies), and italicized figures* are included for reference based on 12 months that exclude the effect of the 15-month irregular reporting period.

SALES

Sales by Customer Location



(Millions of yen)

	00/3	01/3	02/3	02/3*	03/3	04/3
The Americas	¥436,710	¥461,725	¥ 632,797	¥504,939	¥ 539,299	¥ 557,035
Percentage of Net sales	23.2%	22.9%	26.4%	23.1%	23.1%	21.7%
Change from previous period	(0.1%)	5.7%	37.1%	9.4%	(14.8%)	3.3%
Europe	178,774	167,252	310,964	244,206	274,271	332,019
Percentage of Net sales	9.5%	8.3%	12.9%	11.2%	11.8%	13.0%
Change from previous period	20.8%	(6.4%)	85.9%	46.0%	(11.8%)	21.1%
Asia & Oceania	104,384	137,585	174,899	152,229	188,863	224,511
Percentage of Net sales	5.6%	6.8%	7.3%	7.0%	8.1%	8.8%
Change from previous period	55.3%	31.8%	27.1%	10.6%	8.0%	18.9%
Others	2,523	2,586	4,573	3,823	4,690	6,201
Percentage of Net sales	0.1%	0.1%	0.2%	0.2%	0.2%	0.2%
Change from previous period	43.8%	2.5%	76.8%	47.8%	2.6%	32.2%
Sales outside Japan Total	722,391	769,148	1,123,233	905,197	1,007,123	1,119,766
Sales outside Japan/Net Sales	38.4%	38.1%	46.8%	41.5%	43.2%	43.7%

Breakdown of Sales by Customer

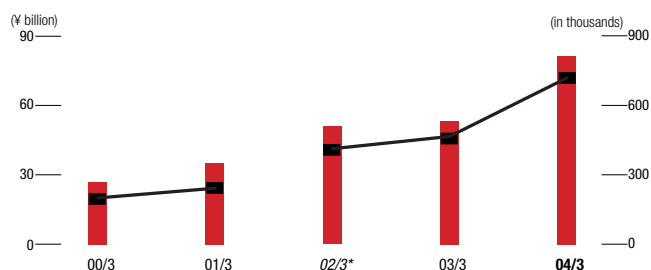
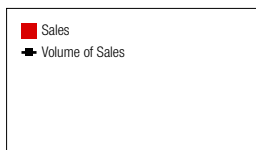
(Percentage of net sales)

	00/3	01/3	02/3	02/3*	03/3	04/3
TOYOTA	45.1%	45.7%	44.2%	45.4%	46.0%	46.9%
DAIHATSU	3.2	3.4	2.9	3.1	2.8	2.6
HINO	1.1	1.1	0.9	1.0	1.1	1.5
TOYOTA Group sub-total	49.4	50.2	48.0	49.5	49.9	51.0
HONDA	6.7	7.0	7.5	7.4	8.3	7.9
GM	1.5	1.8	2.8	2.3	2.7	2.6
FIAT	1.7	1.5	2.7	2.5	2.2	2.8
SUZUKI	3.8	4.0	3.3	3.5	3.5	3.0
ISUZU	0.8	1.1	1.1	1.1	1.1	1.6
FUJI	1.0	1.1	1.0	1.1	1.0	1.3
GM Group sub-total	8.8	9.5	10.9	10.5	10.5	11.3
FORD	1.1	0.8	1.1	0.9	1.0	1.3
JAGUAR	0.5	0.5	0.6	0.5	0.5	0.6
VOLVO/LAND ROVER	0.6	0.4	0.8	0.7	0.6	0.5
MAZDA	2.2	1.9	1.5	1.6	1.6	1.6
FORD Group sub-total	4.4	3.6	4.0	3.7	3.7	4.0
CHRYSLER	5.3	4.7	4.6	4.0	3.5	3.1
BENZ	0.9	0.9	1.4	1.3	1.2	1.0
MITSUBISHI	4.0	4.0	2.9	2.9	2.9	2.5
DC Group sub-total	10.2	9.6	8.9	8.2	7.6	6.6
VW/AUDI	0.7	0.9	1.7	1.5	1.6	1.5
HYUNDAI	0.2	0.3	0.6	0.6	0.8	0.8
BMW	0.4	0.5	0.7	0.6	0.6	0.5
RENAULT/NISSAN	0.1	0.1	0.3	0.2	0.3	0.4
PSA	0.1	0.1	0.3	0.3	0.4	0.3
Others	19.0	18.2	17.1	17.5	16.3	15.7
Total	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%

Cautionary Note: The figures for the year ended March 31, 2002 included the effect of the irregular 15-month reporting period, due to the shift of the end of the fiscal year from December to March for major overseas consolidated subsidiaries and affiliates (45 companies), and italicized figures* are included for reference based on 12 months that exclude the effect of the 15-month irregular reporting period.

Sales and Volume of Sales of Main Products

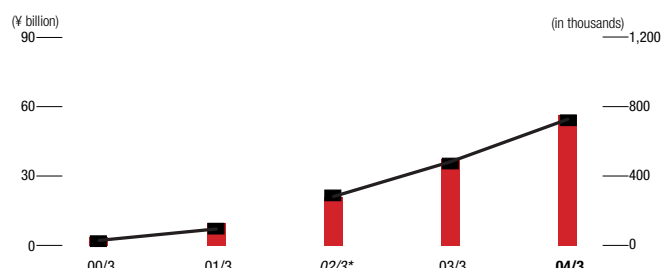
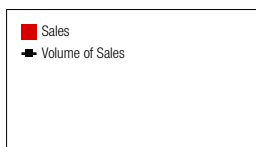
Car navigation systems



(Millions of yen)

	00/3	01/3	02/3*	03/3	04/3
Sales	¥27,119	¥35,210	¥50,996	¥53,450	¥81,432
Change from previous period	154.8%	29.8%	44.8%	4.8%	52.4%
Volume of Sales (in thousands)	201	243	414	467	720
Change from previous period	235.0%	20.9%	70.4%	12.8%	54.2%

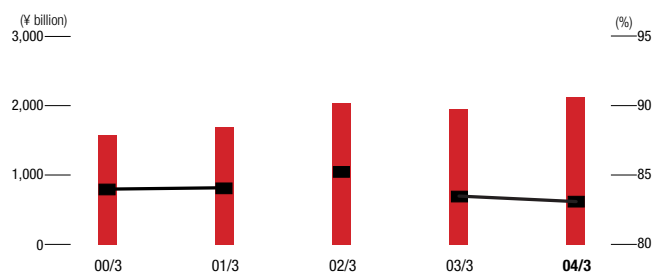
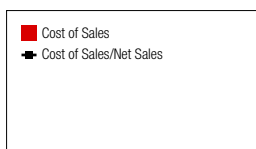
Common rail system



(Millions of yen)

	00/3	01/3	02/3*	03/3	04/3
Sales	¥3,636	¥9,748	¥20,914	¥37,367	¥56,276
Change from previous period	230.2%	168.1%	114.5%	78.7%	50.6%
Volume of Sales (in thousands)	30	96	283	484	729
Change from previous period	275.0%	220.0%	194.8%	71.0%	50.6%

COST OF SALES

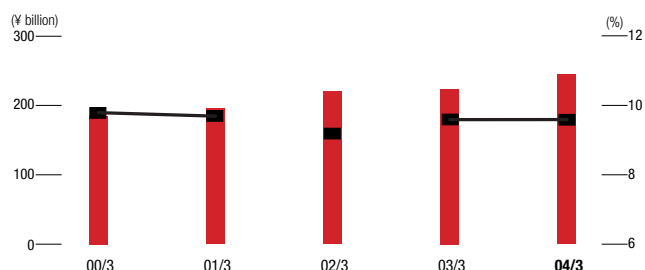
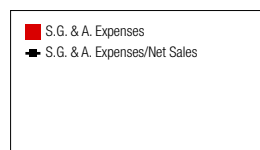


(Millions of yen)

	00/3	01/3	02/3	03/3	04/3
Cost of Sales	¥1,581,856	¥1,695,344	¥2,047,171	¥1,948,636	¥2,128,604
Change from previous period	6.7%	7.2%	20.8%	(4.8%)	9.2%
Cost of Sales/Net Sales	84.0%	84.1%	85.3%	83.5%	83.1%

Cautionary Note: The figures for the year ended March 31, 2002 included the effect of the irregular 15-month reporting period, due to the shift of the end of the fiscal year from December to March for major overseas consolidated subsidiaries and affiliates (45 companies), and italicized figures* are included for reference based on 12 months that exclude the effect of the 15-month irregular reporting period.

S.G. & A. EXPENSES

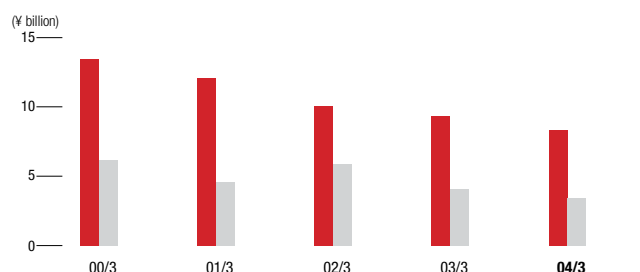
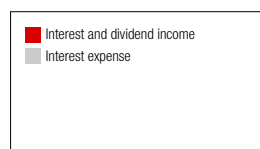


(Millions of yen)

	00/3	01/3	02/3	03/3	04/3
S.G. & A. Expenses	¥184,869	¥196,108	¥220,587	¥224,231	¥245,148
Change from previous period	6.2%	6.1%	12.5%	1.7%	9.3%
S.G. & A. Expenses/Net Sales	9.8%	9.7%	9.2%	9.6%	9.6%

OTHER INCOME AND EXPENSES

Net Financial Revenue

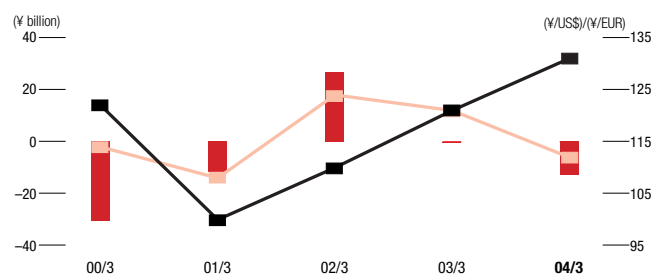
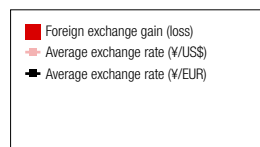


(Millions of yen)

	00/3	01/3	02/3	03/3	04/3
Interest and dividend income	¥13,455	¥12,102	¥10,033	¥9,358	¥8,311
Interest expense	6,194	4,561	5,851	4,103	3,448
Net financial revenue	7,261	7,541	4,182	5,255	4,863
Interest coverage (times)*	21.0	29.7	24.5	41.3	57.1

Note: Interest coverage = (Operating income+Interest and dividends income)/Interest expense

IMPACT OF FOREIGN EXCHANGE TRENDS

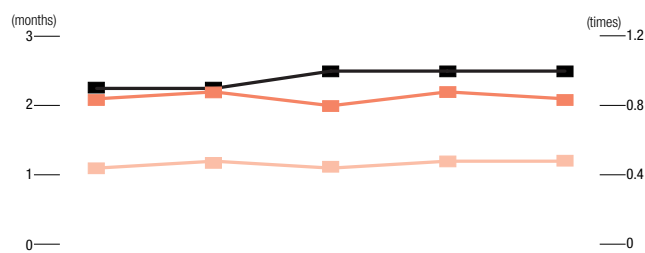
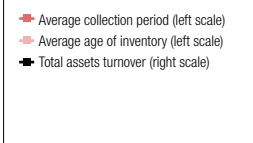


	00/3	01/3	02/3	03/3	04/3
Average exchange rate (¥/US\$)	¥ 114	¥ 108	¥ 124	¥ 121	¥ 112
Average exchange rate (¥/EUR)	122	100	110	121	131
Foreign exchange gain (loss) (¥ billion)	(30.6)	(11.7)	26.9	(0.3)	(12.8)
Foreign exchange gain (loss)—US\$ (¥ billion)	—	(2.2)	22.9	(4.7)	(16.8)
Foreign exchange gain (loss)—EUR (¥ billion)	—	(5.2)	2.1	3.5	4.7
Impact of ¥1/US\$ change (¥ billion)	1.75	1.65	1.56	1.64	1.85
Impact of ¥1/EUR change (¥ billion)	—	0.35	0.22	0.30	0.46

Cautionary Note: The figures for the year ended March 31, 2002 included the effect of the irregular 15-month reporting period, due to the shift of the end of the fiscal year from December to March for major overseas consolidated subsidiaries and affiliates (45 companies), and italicized figures* are included for reference based on 12 months that exclude the effect of the 15-month irregular reporting period.

OTHER FINANCIAL INDICES

Operational Efficiency

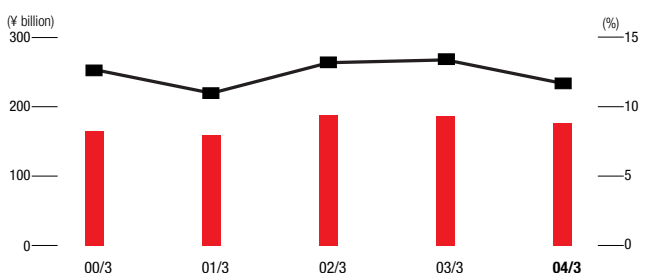
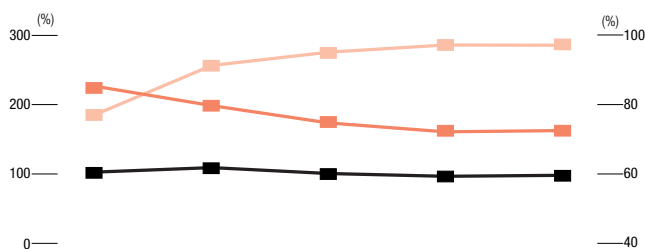
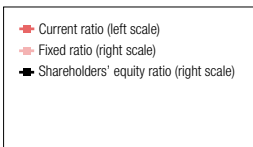


(Millions of yen)

	00/3	01/3	02/3	03/3	04/3
Notes and accounts receivable	¥ 355,911	¥ 391,040	¥ 426,354	¥ 419,924	¥ 475,439
Average collection period (months)	2.1	2.2	2.0	2.2	2.1
Inventories	155,309	186,878	188,418	196,581	214,751
Average age of inventory (months)	1.1	1.2	1.1	1.2	1.2
Total assets	2,154,251	2,343,328	2,361,048	2,354,657	2,526,502
Total assets turnover (times)	0.9	0.9	1.0	1.0	1.0

Note: The figures for the average collection period, average age of inventory and total assets turnover are calculated based on average trade receivables, inventories and total assets at the beginning and the end of each fiscal year.

Safety



(Millions of yen)

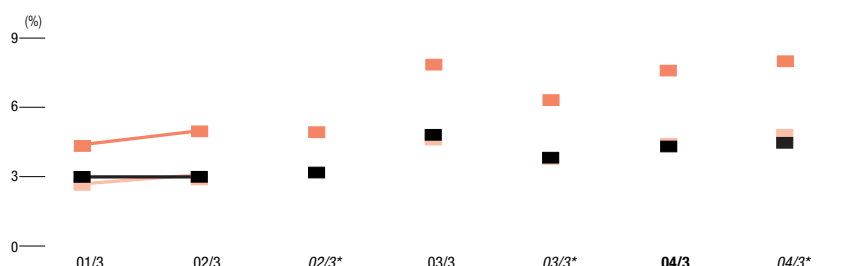
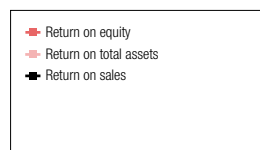
	00/3	01/3	02/3	03/3	04/3
Current assets	¥1,063,416	¥1,017,646	¥1,007,476	¥ 994,690	¥ 1,058,996
Fixed assets	1,005,934	1,325,682	1,353,572	1,359,967	1,467,506
Current liabilities	468,209	511,427	578,889	617,060	649,817
Long-term liabilities	313,667	322,435	297,482	273,051	295,261
Interest-bearing debt*	165,150	159,537	187,702	187,107	176,147
Shareholders' equity	1,304,400	1,451,211	1,421,212	1,397,888	1,509,489
Current ratio	227.1%	199.0%	174.0%	161.2%	163.0%
Fixed ratio	77.1%	91.4%	95.2%	97.3%	97.2%
Debt*/equity ratio	12.7%	11.0%	13.2%	13.4%	11.7%
Shareholders' equity ratio	60.6%	61.9%	60.2%	59.4%	59.7%

Note: Interest-bearing debt* = Short-term borrowings + Current portion of long-term debt + Long-term debt + Straight bonds
Debt*/equity ratio = Interest-bearing debt / Shareholders' equity ratio

Cautionary Note: The figures for the year ended March 31, 2002 included the effect of the irregular 15-month reporting period, due to the shift of the end of the fiscal year from December to March for major overseas consolidated subsidiaries and affiliates (45 companies), and italicized figures* are included for reference based on 12 months that exclude the effect of the 15-month irregular reporting period.

Profitability and Investment Analysis Ratios

Return on equity, Return on total assets and Return on sales



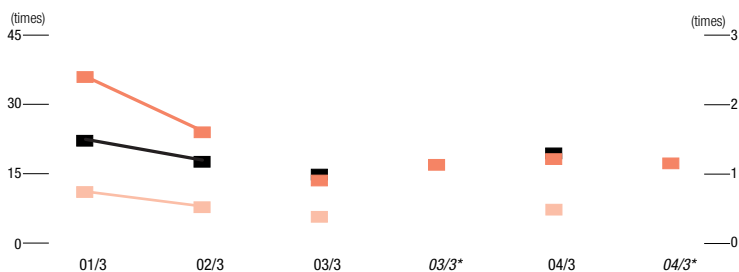
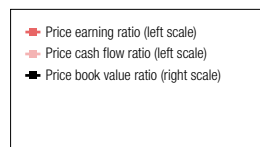
(Yen)	01/3	02/3	02/3*	03/3	03/3*	04/3	04/3*
Return on equity	4.4%	5.0%	4.9%	7.9%	6.3%	7.6%	8.0%
Return on total assets	2.7%	3.1%	—	4.7%	3.8%	4.5%	4.8%
Return on sales	3.0%	3.0%	3.2%	4.8%	3.8%	4.3%	4.5%
Average number of shares outstanding (in thousands)	914,121	901,489	901,489	860,828	860,828	842,005	842,005
Earnings per share	¥ 66.51	¥ 80.22	¥ 78.54	¥ 128.37	¥ 102.60	¥ 130.02	¥ 137.27
Cash dividends per share	17.00	18.00	—	20.00	20.00	24.00	24.00
Cash flow per share*	213.55	243.59	233.83	299.33	—	310.21	—
Number of shares outstanding as of the respective balance sheet dates (in thousands)	913,991	865,686	865,686	843,352	843,352	833,873	833,873
Shareholders' equity per share	1,587.77	1,641.72	1,641.72	1,656.93	—	1,809.55	—

Notes 1: The figures for ratios involving shareholders' equity and total assets are calculated based on average shareholders' equity and total assets at the beginning and the end of each fiscal year.

Cash flow per share=(Net income+Depreciation)/Average number of shares outstanding

2: The italicized figures for the years ended March 31, 2003 and 2004 exclude non-recurring items in other income and expenses for reference.

PER, PCFR and PBR



Stock price at the end of fiscal year (yen)	¥2,400	¥1,953	¥1,732	¥1,732	¥2,370	¥2,370
Price earning ratio (times)*	36.1	24.3	13.5	16.9	18.2	17.3
Price cash flow ratio (times)*	11.2	8.0	5.8	—	7.6	—
Price book value ratio (times)*	1.5	1.2	1.0	—	1.3	—

Notes 1: Price earning ratio=Stock price at the end of fiscal year/Earnings per share

Price cash flow ratio=Stock price at the end of fiscal year/Cash flow per share

Price book value ratio=Stock price at the end of fiscal year/Shareholders' equity per share

2: The italicized figures for the years ended March 31, 2003 and 2004 exclude non-recurring items in other income and expenses for reference.

Cautionary Note: The figures for the year ended March 31, 2002 included the effect of the irregular 15-month reporting period, due to the shift of the end of the fiscal year from December to March for major overseas consolidated subsidiaries and affiliates (45 companies), and italicized figures* are included for reference based on 12 months that exclude the effect of the 15-month irregular reporting period.